

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXTRACTION OIL & GAS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

Obj. Deadline: September 23, 2020 at 4:00 p.m.

Hearing Date: *Only if objections are filed*

**FIRST MONTHLY FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP,
LEAD COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JULY 1, 2020 THROUGH JULY 31, 2020**

Name of Applicant:

Stroock & Stroock & Lavan LLP

Authorized to provide professional services to:

**The Official Committee of Unsecured
Creditors**

Date of retention:

**August 11, 2020 *nunc pro tunc* to July
1, 2020**

Period for which compensation and reimbursement
is sought:

July 1, 2020 through July 31, 2020

Amount of compensation sought as actual,
reasonable and necessary:

\$601,992.40 (80% of \$752,490.50)

Amount of expense reimbursement sought as
actual, reasonable and necessary:

\$60.59

This is a:

First Monthly Application

Prior Applications:

None.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.



EXTRACTION OIL & GAS, INC., ET AL.
SUMMARY OF BILLING BY PROFESSIONAL
JULY 1, 2020 THROUGH JULY 31, 2020

Name of Professional	Position	Department	Bar Admission Year	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	20.2	\$1,150	\$23,230.00
Gilad, Erez E.	Partner	Financial Restructuring	2000	121.1	1,475	178,622.50
Hansen, Kristopher M.	Partner	Financial Restructuring	1995	21.1	1,650	34,815.00
Jewett, Michelle M.	Partner	Tax	2004	2.0	1,395	2,790.00
Merola, Frank A.	Partner	Financial Restructuring	1988	68.9	1,475	101,627.50
Miller, Allison P.	Partner	Financial Restructuring	2003	16.6	1,350	22,410.00
Pasquale, Kenneth	Partner	Financial Restructuring	1990	9.4	1,475	13,865.00
Uffner, Jeffrey D.	Partner	Tax	1976	0.4	1,525	610.00
Diaz, Caroline M.	Law School Graduate	Financial Restructuring	Awaiting Admission	64.8	550	35,640.00
Grabis, Maria C.	Associate	Financial Restructuring	2015	18.1	940	17,014.00
Loonam, Elizabeth A.	Associate	Financial Restructuring	2009	16.9	975	16,477.50
Pierce, Jason M.	Associate	Financial Restructuring	2012	136.3	995	135,618.50
Sadler, Tess M.	Associate	Financial Restructuring	2018	106.1	595	63,129.50
Sasson, Gabriel	Special Counsel	Financial Restructuring	2009	0.5	1,095	547.50
Senie, Brian J.	Associate	Tax	2014	5.5	895	4,922.50
Steiber, David J.	Law School Graduate	Financial Restructuring	Awaiting Admission	100.2	550	55,110.00
Totals for Attorneys				708.1		\$706,429.50

Name of Paraprofessional	Position	Department	Years in Position	Hours	Rate	Amount
Kaufman, Eric M.	Assistant Director of Research	Knowledge and Resources	23	0.5	\$370	\$185.00
Laskowski, Mathew D.	Paralegal	Financial Restructuring	22	2.1	450	945.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	77.4	450	34,830.00
Mohamed, David	Paralegal	Financial Restructuring	32	14.4	370	5,328.00
Yip-Daniels, May K	Paralegal Supervisor	Financial Restructuring	22	11.1	430	4,773.00
Total for Paraprofessionals				105.5		\$46,061.00
Total				813.6		\$752,490.50
Average Attorney Rate:				\$998		
Average Paraprofessional Rate:				\$437		

EXTRACTION OIL & GAS, INC., *ET AL.*
COMPENSATION BY PROJECT CATEGORY
JULY 1, 2020 THROUGH JULY 31, 2020

Matter Code	Project Category	Hours	Amount
0001	Case Administration	96.6	\$ 64,067.00
0002	Meetings & Communications with Debtors	35.6	36,006.50
0003	Asset Disposition & Sales	30.8	41,155.50
0004	Relief from Stay / Adequate Protection	15.9	13,611.50
0005	Court Hearings	3.4	3,069.00
0006	Creditor Committee Meetings	74.1	74,539.50
0007	Case Analysis/ Pleading Analysis and Res	152.4	153,106.50
0008	Stroock Retention	72.0	43,661.50
0010	Other Professional Retention	116.9	96,425.50
0012	Lien Review	40.6	34,843.50
0013	Leases and Contracts	2.7	2,342.50
0014	Cash Collateral/DIP/Financing	88.9	109,151.50
0015	Litigation & Adversary Proceedings	5.8	8,315.00
0016	Business Operations	17.8	17,382.00
0017	Employee Benefits / Pensions	0.2	295.00
0018	Tax Issues	8.3	8,912.50
0021	Schedules/SoFAs/UST Reports	0.8	1,036.00
0022	Claims Administration & Objections	1.5	2,422.50
0023	Plan & Disclosure Statement	49.3	42,147.50
	Total	813.6	\$ 752,490.50

EXTRACTION OIL & GAS, INC., *ET AL.*
EXPENSE SUMMARY
JULY 1, 2020 THROUGH JULY 31, 2020

Expense Category	Amount
Outside Messenger Service	\$ 58.75
Long Distance Telephone	1.84
Total	\$ 60.59

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Chapter 11

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**FIRST MONTHLY FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP,
LEAD COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JULY 1, 2020 THROUGH JULY 31, 2020**

Stroock & Stroock & Lavan LLP (the “Applicant” or “Stroock”), lead counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Extraction Oil & Gas, Inc. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases, hereby applies, pursuant to (i) sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), (ii) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (iii) Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and (iv) the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* [Docket No. 270] (the “Interim Compensation Order”),² for allowance of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors’ principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Interim Compensation Order.

compensation for services rendered and reimbursement of expenses for the period from July 1, 2020 through July 31, 2020 (the “Application Period”), and respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code. Such relief also is warranted under Bankruptcy Rule 2016 and Local Rule 2016-2.

BACKGROUND

A. The Chapter 11 Cases

3. On June 14, 2020, the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “Chapter 11 Cases”).

4. On June 30, 2020, the United States Trustee for the District of Delaware filed the Notice of Appointment of Committee of Unsecured Creditors [Docket No. 155]. The Committee consists of: (i) Raisa Energy, LLC; (ii) Platte River Midstream, LLC, *et al.*; (iii) Wilmington Savings Fund Society, FSB; (iv) REP Processing LLC; and (v) Rocky Mountain Midstream, LLC.

B. The Retention of Stroock

5. On July 24, 2020, the Committee applied [Docket No. 314] to the Court for an order authorizing it to retain and employ Stroock as its lead counsel, *nunc pro tunc* to July 1, 2020. On August 11, 2020, the Court entered an order [Docket No. 403] authorizing such retention.

C. The Interim Compensation Order

6. The Interim Compensation Order sets forth the procedures for interim compensation and reimbursement of expenses in these Chapter 11 Cases. Specifically, the Interim

Compensation Order provides that a Professional may file on or after the twenty-first (21st) day of each month following the month for which compensation is sought, and serve a monthly application for interim allowance of compensation for services rendered and reimbursement of expenses incurred, together with the applicable time entries and itemized expenses (the “Monthly Fee Statement”) on the Application Recipients. Provided that there are no objections to the Monthly Fee Statement filed within twenty-one (21) days after the service of a Monthly Fee Statement, the Professional may file a certificate of no objection with the Court, after which the Debtors are authorized and directed to pay such Professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Statement. If an objection is filed to the Monthly Fee Statement, then the Debtors are authorized to pay 80% of the fees and 100% of the expenses not subject to an objection.

RELIEF REQUESTED

7. Pursuant to the Interim Compensation Order and section 331 of the Bankruptcy Code, Stroock is seeking compensation in the amount of \$601,992.40, which is equal to eighty percent (80%) of the \$752,490.50 in fees for professional services rendered by Stroock during the Application Period. This amount is derived solely from the applicable hourly billing rates of Stroock personnel who rendered such services to the Committee. In addition, Stroock is seeking reimbursement of expenses incurred during the Application Period in the amount of \$60.59.

A. Compensation Requested

8. Attached hereto as **Exhibit A** is a detailed itemization, by project category, of all services performed by Stroock with respect to the Chapter 11 Cases during the Application Period. This detailed itemization complies with Del. Bankr. L.R. 2016-2(d) in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity,

all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

9. The attorneys and paraprofessionals who rendered services related to each category are identified in **Exhibit A**, along with the number of hours for each individual and the total compensation sought for each category.

B. Expense Reimbursement

10. Stroock incurred out-of-pocket expenses during the Application Period in the amount of \$60.59. Attached hereto as **Exhibit B** is a description of the expenses actually incurred by Stroock in the performance of services rendered as lead counsel to the Committee. The expenses are broken down into categories of charges, including among other things, the following charges: photocopying, scanning and printing, telecopy, messenger services, outside printing, and other non-ordinary expenses.

VALUATION OF SERVICES

11. Attorneys and paraprofessionals of Stroock have expended a total of 813.6 hours in connection with this matter during the Application Period.

12. The amount of time spent by each of the professionals providing services to the Committee for the Application Period is set forth in **Exhibit A**. The rates are Stroock's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by Stroock for the Application Period as lead counsel for the Committee in these Chapter 11 Cases is \$752,490.50.

13. Stroock believes that the time entries included in **Exhibit A** attached hereto and the expense breakdown set forth in **Exhibit B** attached hereto are in compliance with the requirements of Local Rule 2016-2.

14. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of these Chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

NOTICE

15. Applicant will provide notice of this Application to: (a) Debtors, Extraction Oil & Gas, Inc., 370 17th Street, Suite 5300, Denver, Colorado 80202, Attn: Eric Christ; (b) counsel to Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C., Allyson Smith Weinhouse, and Ciara Foster and Whiteford, Taylor & Preston LLC, The Renaissance Centre, 405 North King Street, Suite 500, Wilmington, Delaware 19801, Attn: Marc R. Abrams, Richard W. Riley, and Stephen B. Gerald; (c) counsel to the debtor-in-possession financing lenders, Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, Texas 77002, Attn: Dewey J. Gonsoulin Jr., William A. (Trey) Wood III, and Heather Brown; (d) counsel to the ad hoc group of lenders under the Debtors' prepetition senior notes, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Andrew Rosenberg, Alice Belisle Eaton, Christopher Hopkins, Douglas Keeton, and Omid Rahnama; and (e) United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Richard L. Schepacarter. In light of the nature of the relief requested, Stroock submits that no other or further notice is required.

NO PRIOR REQUEST

16. No prior request for the relief sought in the Application has been made to this or any other court.

CERTIFICATE OF COMPLIANCE AND WAIVER

17. The undersigned representative of Stroock certifies that he has reviewed the requirements of Local Rule 2016-2, and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-2, Stroock believes that such deviations are not material and respectfully requests that any such requirements be waived.

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CONCLUSION

WHEREFORE, Stroock respectfully requests (a) interim allowance of compensation for professional services rendered to the Committee during the Application Period in the amount of \$601,992.40 (80% of \$752,490.50) and reimbursement for actual and necessary expenses incurred during the Application Period in the amount of \$60.59; (b) directing payment by the Debtors of the foregoing amounts; and (c) granting such other and further relief as the Court deems just and proper.

Dated: September 2, 2020
New York, New York

STROOCK & STROOCK & LAVAN LLP

/s/ Erez E. Gilad

Kristopher M. Hansen (admitted *Pro Hac Vice*)

Frank A. Merola (admitted *Pro Hac Vice*)

Erez E. Gilad (admitted *Pro Hac Vice*)

Jason M. Pierce (admitted *Pro Hac Vice*)

180 Maiden Lane

New York, NY 10038-4982

Telephone: (212) 806-5400

Facsimile: (212) 806-6006

khansen@stroock.com

fmerola@stroock.com

egilad@stroock.com

jpierce@stroock.com

*Counsel to the Official Committee of
Unsecured Creditors*

Exhibit A

EXHIBIT A

EXTRACTION OIL & GAS, INC., *ET AL.*
COMPENSATION BY PROJECT CATEGORY
JULY 1, 2020 THROUGH JULY 31, 2020

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0022	Claims Administration & Objections	1.5	2,422.50
0023	Plan & Disclosure Statement	49.3	42,147.50
	Total	813.6	\$ 752,490.50

[Exhibit A continued on next page]

EXTRACTION OIL & GAS, INC., ET AL.
SUMMARY OF BILLING BY PROFESSIONAL
JULY 1, 2020 THROUGH JULY 31, 2020

Name of Professional	Position	Department	Bar Admission Year	Hours	Rate	Amount
Cota, Alexandro	Partner	Financial Restructuring	2005	20.2	\$1,150	\$23,230.00
Gilad, Erez E.	Partner	Financial Restructuring	2000	121.1	1,475	178,622.50
Hansen, Kristopher M.	Partner	Financial Restructuring	1995	21.1	1,650	34,815.00
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Sadler, Tess M.	Associate	Financial Restructuring	2018	106.1	595	63,129.50
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Senie, Brian J.	Associate	Tax	2014	5.5	895	4,922.50
Steiber, David J.	Law School Graduate	Financial Restructuring	Awaiting Admission	100.2	550	55,110.00
Totals for Attorneys				708.1		\$706,429.50

[Exhibit A continued on next page]

Name of Paraprofessional	Position	Department	Years in Position	Hours	Rate	Amount
Kaufman, Eric M.	Assistant Director of Research	Knowledge and Resources	23	0.5	\$370	\$185.00
Laskowski, Mathew D.	Paralegal	Financial Restructuring	22	2.1	450	945.00
Magzamen, Michael	Paralegal Supervisor	Financial Restructuring	18	77.4	450	34,830.00
Mohamed, David	Paralegal	Financial Restructuring	32	14.4	370	5,328.00
Yip-Daniels, May K	Paralegal Supervisor	Financial Restructuring	22	11.1	430	4,773.00
Total for Paraprofessionals				105.5		\$46,061.00
Total				813.6		\$752,490.50

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

INVOICE NO.	773059
CLIENT	Official Committee of Unsecured Creditors of XOG Extraction Oil and Gas, Inc.

WIRE TRANSFER INSTRUCTIONS	
BANK NAME	JPMorgan Chase Bank
BANK ADDRESS	4 New York Plaza - 15th FL, New York, NY 10004
ACCOUNT NAME	Stroock & Stroock & Lavan LLP
ACCOUNT NUMBER	6028356
ABA/ROUTING NUMBER	021000021 (<i>International SWIFT Code: CHASUS33</i>)
DESCRIPTION/REFERENCE	Client/Matter: 007131.0002

REMITTANCE ADDRESS	
	Stroock & Stroock & Lavan LLP
	180 Maiden Lane
	New York, NY 10038-4982

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

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INVOICE

INVOICE NO.	773059
CLIENT	Official Committee of Unsecured Creditors of XOG Extraction Oil and Gas, Inc.

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through July 31, 2020, including:

RE	Case Administration 007131 0001
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DATE	DESCRIPTION	NAME	HOURS
07/01/2020	Call with internal team re organizational matters (.3); discussions with internal team re kick off and coordination (.5); emails w/ J. Pierce and D. Steiber re administrative matters and workstreams (1.9); call with J. Pierce and D. Steiber re same (.8).	Gilad, E.E.	3.5
07/01/2020	Obtain and circulate substantive ECF filings (.2); call w/ working group re: same (.3); workstreams coordination (.2).	Magzamen, M.S.	0.7
07/01/2020	Internal calls w/ E. Gilad and D. Steiber re: admin matters (.8); draft and circulate email to UCC re: schedule of FA pitches (.4); emails w/ E. Gilad and D. Steiber re: FA pitch process and other admin matters (2.3).	Pierce, J.M.	3.5
07/01/2020	Call w/ E. Gilad and J. Pierce re: process (.8); call w/ E. Gilad et al re: various workstreams (.3); emails w/ E. Gilad and J. Pierce re: FA pitch process and organization issues (.5); draft UCC roll call list (.8).	Steiber, D.J.	2.6
07/02/2020	Correspond with D. Steiber re docket search (.1); review re: same (.1); advise re: same (.1).	Laskowski, M.D.	0.3

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07/02/2020	Communications w/ J. Ford (Cole Schotz) re: PHVs and NoA (.4); review and comment on NoA and PHVs (.4); circulate ECF filings (.2); review/revise calendar (.8); respond to attorney request for case documents (.1); daily docket and calendars update (.4); confer w/ J. Pierce re: process and admin items (.2).	Magzamen, M.S.	2.2
07/02/2020	Draft master working group list per attorney request (2.5); revise working group list (.8).	Mohamed, D.	3.3
07/02/2020	Emails w/ M. Magzamen re: admin matters (.2); emails w/ D. Steiber re: prep of and revisions to working group lists, roll call list (.7).	Pierce, J.M.	0.9
07/02/2020	Revise working group list.	Sadler, T.M.	0.3
07/02/2020	Emails with J. Pierce re: admin matters (.7); draft UCC working group list (.5); draft UCC roll call list (.7); draft master working group list (1.6); and draft workstreams list (1.2); emails with M. Laskowski re: docket search (.1).	Steiber, D.J.	4.8
07/03/2020	Correspondence with J. Pierce regarding finance workstreams.	Cota, A.	0.3
07/03/2020	Call with Committee professionals re organizational matters.	Gilad, E.E.	0.9
07/03/2020	Call with Committee professional team re organizational matters.	Hansen, K.M.	0.9
07/03/2020	Review debt documents (.1); obtain same (.3); organize on shared drive for review (.1).	Laskowski, M.D.	0.5
07/03/2020	Email re working group lists and case logistics w/ D. Steiber and J. Pierce (.5); review docket and verify inclusion of all substantive pleadings (1.3); discuss sealed docs (.1); add to diligence items/document requests (.2).	Magzamen, M.S.	2.1
07/03/2020	Update UCC and master working group lists.	Mohamed, D.	4.2
07/03/2020	Correspondence w/ A. Cota re: finance workstreams (.3); emails w/ D. Steiber and M.	Pierce, J.M.	2.6

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	Magzamen re: creation of working group list, updating task list, circulating calendar invitations (.5); emails w/ SSL, Greenhill and AlixPartners teams re: scheduling internal introductory calls (.6); emails w/ D. Steiber re: UCC bylaws (.3); call w/ Greenhill and AlixPartners re: introductory, organizational and process matters (.9).		
07/03/2020	Organize distribution lists (.5); manage internal documents (.5); revise working group list (.4); send internal emails to SSL team re: workstreams and working group list (.3); send calendar invites (.3); emails w/ J. Pierce re: Committee bylaws (.3); emails w/ J. Pierce and M. Magzamen re: admin matters (.4).	Steiber, D.J.	2.7
07/04/2020	Discuss data room and access w/ D. Steiber.	Magzamen, M.S.	0.2
07/04/2020	Review org charts per T. Sadler inquiry (.1); emails w/ T. Sadler re: same (.1); compile list of individuals for access to VDR (.2) and emails w/ Moelis re: same (.1).	Pierce, J.M.	0.5
07/04/2020	Revise annotated org chart (.5); emails with J. Pierce re: same (.1).	Sadler, T.M.	0.6
07/04/2020	Emails w/ M. Magzamen re: data room access (.1); organize data room (.1); email to internal team re: same (.1).	Steiber, D.J.	0.3
07/05/2020	Coordinate task/workstreams.	Cota, A.	0.6
07/05/2020	Obtain and circulate data room index (.1); discuss distribution lists and logistics w/ D. Steiber (.1).	Magzamen, M.S.	0.2
07/05/2020	Revise distribution lists (.3); correspondence w/ D. Steiber re working group list (.1).	Sadler, T.M.	0.4
07/05/2020	Discuss with M. Magzamen and update distribution lists (.1); discussions w/ T. Sadler re: working group list (.1).	Steiber, D.J.	0.2
07/06/2020	Address issues w/r/t distribution lists (.1);	Magzamen, M.S.	1.2

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	distribute ECF (.1); obtain and circulate requested docs (.2); confer w/ T. Sadler and D. Steiber re: contacts (.3); confer w/ Cole Schotz re: calendar (.1); archive docs (.2); docket and calendars update (.2).		
07/06/2020	Revise UCC and master working group lists per attorney request.	Mohamed, D.	0.7
07/06/2020	Emails w/ E. Gilad re: admin matters (.6); emails w/ Greenhill and AlixPartners re: status of pending workstreams (.4); call w/ T. Sadler re: admin matters (.2); call w/ T. Sadler and D. Steiber re: admin matters (.4); review and comment on list of pending workstreams (.2); call w/ internal team re: admin matters (.5).	Pierce, J.M.	2.3
07/06/2020	Call with J. Pierce re open workstreams (.4); call with J. Pierce and D. Steiber re same (.2) prepare working group list (1.2); correspondence w/ M. Magzamen and D. Steiber re same (.3).	Sadler, T.M.	2.1
07/06/2020	Update workstreams list (1.2); send calendar invites re: UCC individual calls (.9); revise working group lists (1.0); emails w/ T. Sadler and M. Magzamen re: same (.1); call with J. Pierce and T. Sadler re: workstreams and updates on same (.4).	Steiber, D.J.	3.6
07/07/2020	Review and update working group list (.3); archive case documents (.1); calendar critical dates (.4); circulate ECF filings (.1).	Magzamen, M.S.	0.9
07/07/2020	Update UCC and master working group lists (.9); email IT service desk re: update to Stroock email groups (.4).	Mohamed, D.	1.3
07/07/2020	Review and revise working group list and distro lists (.5); correspondence with internal team re same (.2).	Sadler, T.M.	0.7
07/07/2020	Update working group lists (1.3); update UCC professionals distribution list (.2).	Steiber, D.J.	1.7

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07/08/2020	Data room download/circulation (.5); update docket and calendars (.2).	Magzamen, M.S.	0.7
07/08/2020	Correspondence with internal team re roll call sheet, working group list and distro lists (.4); revise open workstreams list (.3).	Sadler, T.M.	0.7
07/08/2020	Update workstreams list (.7); update working group lists and calendar meetings (.5).	Steiber, D.J.	1.2
07/09/2020	Data room update and circulation (.1); updates to calendars and time lines (.5); discuss upcoming deadlines (.2); confer w/ Cole Schotz re: same (.1); dockets update (.3)	Magzamen, M.S.	1.2
07/09/2020	Review and comment on calendar of key dates (.8); emails w/ SSL team re: same (.3); emails w/ SSL team re: admin matters (.3).	Pierce, J.M.	1.5
07/09/2020	Correspondence with internal team re case calendar (.3); correspondence with team re open workstreams (.3).	Sadler, T.M.	0.6
07/10/2020	Confer w/ Cole Schotz re: 7/14 hearing (.2); coordination re objection filing (.1); docket and calendars update (.2).	Magzamen, M.S.	0.5
07/10/2020	Emails w/ T. Sadler and D. Steiber re: open workstreams.	Pierce, J.M.	0.3
07/10/2020	Correspondence with J. Pierce and D. Steiber re open workstreams.	Sadler, T.M.	0.3
07/10/2020	Emails with T. Sadler and J. Pierce re: open workstreams (.3); update workstreams list (.5); organize data room docs (.5).	Steiber, D.J.	1.3
07/11/2020	Numerous follow-up emails with internal team re: first day motions.	Pierce, J.M.	0.4
07/13/2020	Review workstreams list.	Hansen, K.M.	0.2
07/13/2020	Obtain and circulate entered orders and other ECF filings (.7); calendar telephonic appearances (.3); calendar and circulate case	Magzamen, M.S.	1.6

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	reminders (.4); docket and calendars update (.2).		
07/13/2020	Update workstreams list.	Steiber, D.J.	0.4
07/14/2020	Call with J. Pierce, T. Sadler and D. Steiber re workstreams.	Diaz, C.M.	0.3
07/14/2020	Respond to attorney requests for case docs (.4); ECF circulation (.4); distribution lists modifications (.1); docket and calendars update (.2).	Magzamen, M.S.	1.1
07/14/2020	Emails w/ E. Gilad re: admin matters (1.0); call w/ T. Sadler, C. Diaz and D. Steiber re: workstreams (.3).	Pierce, J.M.	1.3
07/14/2020	Correspondence w/ D. Steiber re open workstreams (.3); internal call w/ J. Pierce, C. Diaz, and D. Steiber re workstreams (.3).	Sadler, T.M.	0.6
07/14/2020	Update workstreams list (.8); update working group list (.2); call w/ J. Pierce, C. Diaz and T. Sadler re: workstreams (.3); emails w/ T. Sadler re: same (.3); update distribution lists (.3).	Steiber, D.J.	1.9
07/15/2020	ECF distribution (.3); updates to calendars (.2); respond to J. Pierce and other SSL attorneys' requests for documents (.2); obtain and distribute SEC filings (.5); compose and circulate daily docket update to working group (.2).	Magzamen, M.S.	1.4
07/15/2020	Obtain recent pleading for attorney review (.1); update Committee and master working group list per attorney request (3).	Mohamed, D.	0.4
07/15/2020	Emails w/ team re: admin matters (.1); review and comment on case calendar (.2).	Pierce, J.M.	0.3
07/15/2020	Correspondence with internal team re open workstreams.	Sadler, T.M.	0.3
07/15/2020	Update workstreams list (.5); send calendar invites for various meetings (.4).	Steiber, D.J.	0.9

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07/16/2020	Obtain and circulate new data room docs and index (.2); circulate ECF filed docs (.3); updates to calendars (.3); prepare telephonic appearances (.2); coordinate w/ ColeSchotz re: same (.1); draft calendar and docket update and circulate among working group (.2).	Magzamen, M.S.	1.3
07/16/2020	Revise open workstreams task list.	Sadler, T.M.	0.4
07/16/2020	Update workstreams list.	Steiber, D.J.	0.2
07/17/2020	Calendars update (.1); calendar dial-in lines for attorneys for 7/20 hearing (.4); correspondence w/ D. Steiber re: calendar (.1); circulate ECF filings (.1); draft and send docket and calendars update among working group (.2).	Magzamen, M.S.	0.9
07/17/2020	Emails w/ D. Steiber re: admin matters (.1); emails w/ T. Sadler re: admin matters (.2).	Pierce, J.M.	0.3
07/17/2020	Update workstreams list (.1); correspondence w/ J. Pierce re admin matters (.2).	Steiber, D.J.	0.3
07/19/2020	Circulate ECF filed docs.	Magzamen, M.S.	0.1
07/20/2020	Obtain and circulate ECF filings among internal working group (.3); maintain case calendars (.7); draft and circulate daily docket and calendars update (.2).	Magzamen, M.S.	1.2
07/20/2020	Emails w/ internal team re: admin matters (.3); review chapter 11 docket (.3); review emails re: scheduling 7/21 catch-up call w/ other UCC professionals (.1).	Pierce, J.M.	0.7
07/20/2020	Correspondence w/ internal team re data room materials and open work streams.	Sadler, T.M.	0.5
07/20/2020	Update workstreams list.	Steiber, D.J.	0.4
07/21/2020	Call with internal team re workstreams (.5); obtain data room access (.2).	Diaz, C.M.	0.7
07/21/2020	Internal update/case strategy call with internal team.	Gilad, E.E.	0.5

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07/21/2020	Participate in call w/ E. Gilad, et al re: workstreams (.4); correspondence w. J. Pierce re same (.1).	Magzamen, M.S.	0.5
07/21/2020	Emails w/ SSL team re: call to discuss admin matters (.1); call w/ SSL team re: admin matters (.5); call w/ T. Sadler re: follow-up emails to be sent to other UCC professionals on admin matters (.1); emails w/ M. Magzamen re: admin matters (.1); emails w/ D. Steiber re: admin matters (.2).	Pierce, J.M.	1.0
07/21/2020	Call with E. Gilad et al re admin matters (.5); call w/ J. Pierce re: follow-up emails to be sent to other UCC professionals on admin matters (.1).	Sadler, T.M.	0.6
07/21/2020	Emails with J. Pierce re admin matters.	Steiber, D.J.	0.2
07/22/2020	Circulate documents in data room to SSL team.	Diaz, C.M.	0.1
07/22/2020	Obtain and distribute data room contents to working group (.1); maintain distribution lists (.2); compile docket and calendars update and circulate to SSL working group (.2).	Magzamen, M.S.	0.5
07/22/2020	Emails w/ SSL associates re: review of data room documents.	Pierce, J.M.	0.1
07/22/2020	Update workstreams list.	Steiber, D.J.	0.8
07/23/2020	Review workstreams list (.1); emails with J. Pierce re call scheduling (.1); circulate dial-in for recurring weekly meetings (.1).	Diaz, C.M.	0.3
07/23/2020	Obtain and circulate data room updates (.2); docket review and compile working group and calendars update (.2).	Magzamen, M.S.	0.4
07/23/2020	Emails w/ C. Diaz re: call scheduling.	Pierce, J.M.	0.1
07/23/2020	Correspondence with D. Steiber re open workstreams.	Sadler, T.M.	0.3

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07/23/2020	Emails w/ T. Sadler re: open workstreams.	Steiber, D.J.	0.3
07/24/2020	Obtain and distribute SEC filing (.1); obtain and distribute ECF filings (.4); updates to calendars/compile and circulate docket update (.3).	Magzamen, M.S.	0.8
07/24/2020	Obtain new data room contents (.3); and organize/circulate contents (.4).	Steiber, D.J.	0.7
07/26/2020	Emails with J. Pierce and D. Steiber re workstreams list (.3); comment on workstream list (.4).	Diaz, C.M.	0.6
07/26/2020	Emails w/ C. Diaz and D. Steiber re: updated list of workstreams (.2); review and comment on same (.2).	Pierce, J.M.	0.4
07/26/2020	Emails w/ J. Pierce and C. Diaz re workstreams.	Steiber, D.J.	0.3
07/27/2020	Circulate dial-in re call with UCC professionals (.1); correspondence with J. Pierce re update call with Debtors (.2); emails with E. Gilad, J. Pierce and T. Sadler re workstreams chart (.1).	Diaz, C.M.	0.4
07/27/2020	Draft and send docket and calendars update to working group.	Magzamen, M.S.	0.3
07/27/2020	Emails w/ SSL and Greenhill teams re: coordinating schedules for call to discuss analysis/materials for 7/29 UCC meeting (.1); emails w/ E. Gilad, T. Sadler and C. Diaz re: pending workstreams (.2);	Pierce, J.M.	0.3
07/27/2020	Correspondence with E. Gilad, J. Pierce and C. Diaz re open workstreams.	Sadler, T.M.	0.3
07/27/2020	Send email to SSL team re: workstreams update (.1); calendar upcoming meeting invites (.2).	Steiber, D.J.	0.3
07/28/2020	Correspondence with E. Gilad re recurring update calls (.2); correspondence with Debtors re update call (.2); circulate dial-in re same (.1); correspondence with Debtors and Committee re management presentation (.3); emails with D.	Diaz, C.M.	1.0

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	Steiber re workstreams list (.2).		
07/28/2020	Correspondence with C. Diaz re recurring update calls.	Gilad, E.E.	0.1
07/28/2020	Email w/ D. Steiber re data room (.2); maintain case calendars (.1); compile and circulate docket update to SSL working group (.1).	Magzamen, M.S.	0.4
07/28/2020	Emails w/ C. Diaz re: logistical admin matters for 7/30 management presentation.	Pierce, J.M.	0.2
07/28/2020	Review open workstreams correspondence and case calendar.	Sadler, T.M.	0.5
07/28/2020	Emails with C. Diaz re workstreams list (.2) and obtain/circulate new data room contents (.3).	Steiber, D.J.	0.5
07/29/2020	Review docket and draft/send docket and calendars update.	Magzamen, M.S.	0.3
07/29/2020	Emails w/ Greenhill re: distribution protocol for Greenhill presentations.	Pierce, J.M.	0.1
07/29/2020	Correspondence with internal team re workstreams.	Sadler, T.M.	0.6
07/30/2020	Correspondence with internal team re status and workstream issues.	Hansen, K.M.	0.5
07/30/2020	Draft and circulate docket and calendars update to working group.	Magzamen, M.S.	0.2
07/30/2020	Correspondence with internal team re open work streams and task list.	Sadler, T.M.	0.4
07/30/2020	Emails with internal team re: workstreams update.	Steiber, D.J.	0.2
07/31/2020	Correspondence with M. Magzamen re data room postings (.1); review items uploaded to the data room (.1); emails w/ J. Pierce re admin matters (.1); update daily task list and circulate (.2).	Diaz, C.M.	0.5

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07/31/2020	Discuss data room postings w/ C. Diaz (.1); obtain and circulate data room update (.1); circulate disclosure statement, plan and notice of hearing (.1); calendar dates re: same (.1); docket and calendars update (.2).	Magzamen, M.S.	0.6
07/31/2020	Emails w/ C. Diaz re: tracking admin matters.	Pierce, J.M.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	0.9	\$ 1,150	\$ 1,035.00
Diaz, Caroline M.	3.9	550	2,145.00
Gilad, Erez E.	5.0	1,475	7,375.00
Hansen, Kristopher M.	1.6	1,650	2,640.00
Laskowski, Mathew D.	0.8	450	360.00
Magzamen, Michael	21.5	450	9,675.00
Mohamed, David	9.9	370	3,663.00
Pierce, Jason M.	17.0	995	16,915.00
Sadler, Tess M.	10.2	595	6,069.00
Steiber, David J.	25.8	550	14,190.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 64,067.00
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 MATTER DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 58.75
Long Distance Telephone	1.84

TOTAL DISBURSEMENTS/CHARGES	\$ 60.59
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TOTAL FOR THIS MATTER	\$ 64,127.59
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RE	Meetings & Communications with Debtors 007131 0002
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DATE	DESCRIPTION	NAME	HOURS
07/01/2020	Call w/ Kirkland re logistics.	Gilad, E.E.	0.5
07/01/2020	Call with Kirkland re continuance.	Merola, F.A.	0.4
07/02/2020	Correspondence w/ Debtors re second day hearings.	Gilad, E.E.	0.6
07/02/2020	Correspondence with Kirkland re adjournment.	Merola, F.A.	0.1
07/03/2020	Intro call w/ debtor professionals and UCC professionals.	Gilad, E.E.	0.5
07/03/2020	Call with Debtors re kick-off.	Merola, F.A.	0.5
07/03/2020	Kick-off call among Debtors' professionals and UCC professionals.	Pierce, J.M.	0.5
07/03/2020	Call with Kirkland, Moelis, A&M, AlixPartners and Greenhill re bankruptcy case kick-off.	Sadler, T.M.	0.5
07/04/2020	Review Kirkland correspondence re loan documents.	Merola, F.A.	0.2
07/06/2020	Emails w/ Kirkland re: confidentiality provisions.	Pierce, J.M.	0.2
07/07/2020	Emails w/ Kirkland re: first day and second day motions and revised proposed forms of orders.	Pierce, J.M.	0.2
07/07/2020	Correspondence with Kirkland re first day motions and proposed final orders.	Sadler, T.M.	0.4
07/08/2020	Correspondence with Kirkland re bylaws.	Merola, F.A.	0.2
07/08/2020	Emails w/ Kirkland re: UCC confidentiality arrangements.	Pierce, J.M.	0.3

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07/08/2020	Correspondence with Kirkland re lease rejection motion and status of proposed rejected leases (.3); correspondence with Kirkland re first day proposed order issues list (.3).	Sadler, T.M.	0.6
07/09/2020	Correspondence w/ Kirkland re cash accounts.	Gilad, E.E.	0.1
07/09/2020	Attend call with K&E re UCC DIP issues list.	Grabis, M.C.	0.5
07/09/2020	Call with K&E re UCC DIP issues list.	Loonam, E.A.	0.5
07/09/2020	Correspondence with Kirkland re first day issue lists (.2); call with Kirkland re DIP and first days (.9); correspondence with Kirkland re objection deadline (.5); correspondence with Kirkland re motion caps (.3).	Merola, F.A.	1.9
07/09/2020	Emails w/ Kirkland re: scheduling calls to discuss DIP and first days (.3); call w/ Kirkland re: DIP and first days (.9); review correspondence from Moelis re: first days (.2).	Pierce, J.M.	1.4
07/09/2020	Call with Kirkland re UCC DIP issues list (.9) review correspondence with Kirkland re first day motions and final orders (.3).	Sadler, T.M.	1.2
07/09/2020	Call with Kirkland re: DIP Order / 1st Day Motions.	Steiber, D.J.	0.9
07/10/2020	Follow up call w/ Kirkland re DIP, merger process and milestones.	Gilad, E.E.	0.3
07/10/2020	Correspondence with Kirkland re first day orders.	Merola, F.A.	0.2
07/10/2020	Prepare for call with Kirkland re DIP and first day orders (.4); call with Kirkland re same (.6); prepare for call with Kirkland and Bracewell re DIP issues and first day proposed final orders issues (.4) call with Kirkland and Bracewell re same (.5); follow-up call with Kirkland and Bracewell re same (.5) correspondence with Kirkland re same (.5).	Sadler, T.M.	2.9

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07/10/2020	Prepare for call with Kirkland re DIP and first day orders (.3); call with Kirkland re same (.5); call with Kirkland and Bracewell re: same (.5); follow-up call with Kirkland and Bracewell re: re: DIP / First Day Orders (.5).	Steiber, D.J.	1.8
07/11/2020	Correspondence with Kirkland re DIP (.2); correspondence with Kirkland re first day orders (.2); correspondence with Kirkland re bank accounts (.2).	Merola, F.A.	0.6
07/12/2020	Review Kirkland correspondence re DIP issues.	Merola, F.A.	0.2
07/13/2020	Correspondence with Kirkland re First Day Orders (.2); correspondence with Kirkland re combination transaction (.1).	Merola, F.A.	0.3
07/14/2020	Call with Kirkland re milestones (.5); correspondence with Kirkland re 7/20 hearing (.2); correspondence with Kirkland re confidentiality arrangements (.2).	Merola, F.A.	0.9
07/14/2020	Emails w/ Kirkland re: confidentiality arrangements.	Pierce, J.M.	0.2
07/15/2020	Call with Kirkland re special committee investigation (.4); call with Kirkland re final DIP order (.8).	Diaz, C.M.	1.2
07/15/2020	Call w/ Whiteford Taylor Preston re special committee (.4), call w/ Kirkland re milestones (.9); call with Kirkland re DIP negotiation (.7); correspondence with Kirkland re bidding procedure negotiations (1.1).	Gilad, E.E.	3.1
07/15/2020	Correspondence with Kirkland re special committee investigation (.2); correspondence with Kirkland re bidding procedures and DIP extension (.1); review Kirkland and Bracewell mark-up of DIP Order (.3); call re special committee re investigation (.4); exchange correspondence with Kirkland re bidding procedures (.1).	Merola, F.A.	1.1
07/15/2020	Call w/debtors re special committee	Pasquale, K.	0.4

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	investigation.		
07/15/2020	Emails w/ E. Gilad re: questions for Kirkland (.2); emails w/ Kirkland re: same (.1).	Pierce, J.M.	0.3
07/15/2020	Call with Kirkland re special committee investigation.	Sadler, T.M.	0.3
07/15/2020	Call with Kirkland re: Special Committee Investigation (.4); review notes re same (.1).	Steiber, D.J.	0.5
07/16/2020	Call with Kirkland re bid procedures (.6); correspondence with Kirkland re DIP extension (.1); correspondence with Kirkland re Elevation relief from stay motion (.1); correspondence with Kirkland re DIP Objection (.1).	Merola, F.A.	0.9
07/16/2020	Call w/ Kirkland re: combination transaction procedures (1.0); emails w/ Kirkland re: same (.1).	Pierce, J.M.	1.1
07/16/2020	Call with Kirkland and Debtors' professionals re bidding procedures motion.	Sadler, T.M.	1.0
07/16/2020	Call w/ Kirkland re: combination transaction procedures.	Steiber, D.J.	0.5
07/17/2020	Correspondence with J. Pierce et al re admin matters.	Sadler, T.M.	0.1
07/21/2020	Emails w/ Kirkland re: 341 meeting logistics and attendees.	Pierce, J.M.	0.1
07/22/2020	Correspondence with Kirkland re Elevation lift stay motion and coordinating call.	Sadler, T.M.	0.3
07/25/2020	Review draft UCC correspondence to Kirkland.	Merola, F.A.	0.1
07/27/2020	Exchange correspondence with Kirkland re Elevation claims.	Merola, F.A.	0.2
07/28/2020	Correspondence with Debtors re plan and disclosure statement issues list (.1); call with Kirkland re plan and disclosure statement issues list (.5).	Diaz, C.M.	0.6

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07/28/2020	Emails w/ Kirkland re: scheduling call to discuss Plan/Disclosure Statement issues.	Pierce, J.M.	0.1
07/28/2020	Call with Kirkland re Plan and disclosure statement issues (.3); correspondence re same (.2).	Sadler, T.M.	0.5
07/28/2020	Attend call w/ Debtors re plan and disclosure statement issues list.	Steiber, D.J.	0.5
07/29/2020	Call with Kirkland re status update.	Diaz, C.M.	0.4
07/29/2020	Call w/ Kirkland re status update (.4); call w/ Moelis re same (.4).	Gilad, E.E.	0.8
07/29/2020	Call with Kirkland re case updates.	Merola, F.A.	0.4
07/29/2020	Call with Kirkland re: status updates.	Pierce, J.M.	0.4
07/29/2020	Call w/ Kirkland re: updates.	Sadler, T.M.	0.4
07/29/2020	Update call w/ Kirkland.	Steiber, D.J.	0.4
07/30/2020	Correspondence with Kirkland re Elevation lift stay motion.	Merola, F.A.	0.1
07/31/2020	Correspondence with Kirkland re Plan and disclosure statement.	Sadler, T.M.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	2.2	\$ 550	\$ 1,210.00
Gilad, Erez E.	5.9	1,475	8,702.50
Grabis, Maria C.	0.5	940	470.00
Loonam, Elizabeth A.	0.5	975	487.50
Merola, Frank A.	8.3	1,475	12,242.50
Pasquale, Kenneth	0.4	1,475	590.00
Pierce, Jason M.	4.8	995	4,776.00
Sadler, Tess M.	8.4	595	4,998.00
Steiber, David J.	4.6	550	2,530.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 36,006.50
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TOTAL FOR THIS MATTER	\$ 36,006.50
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RE	Asset Disposition & Sales 007131 0003
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DATE	DESCRIPTION	NAME	HOURS
07/06/2020	Prepare for (.2) and conference call w/ Petrie on M&A process (.3).	Cota, A.	0.5
07/06/2020	M&A process update call w/ Kirkland.	Gilad, E.E.	0.3
07/06/2020	Call with Debtor re M&A update; review summary re M&A process (.3); correspondence with Greenhill re M&A update (.3).	Merola, F.A.	0.6
07/06/2020	Call w/ Petrie re: combination transaction process.	Pierce, J.M.	0.3
07/06/2020	Call with Debtors' professionals and UCC professionals re M&A process update (.4); correspondence re same (.1).	Sadler, T.M.	0.5
07/06/2020	Call with Debtors' professionals and UCC professionals re: M&A process update (.4).	Steiber, D.J.	0.4
07/07/2020	Discuss case and bid procedures with A. Miller (.4); analysis re same (.6).	Gilad, E.E.	1.0
07/07/2020	Discuss case and bid procedures with E. Gilad (.4); review background materials related to same (.6).	Miller, A.P.	1.0
07/08/2020	Review bidding procedures.	Gilad, E.E.	0.5
07/08/2020	Review Moelis due diligence tracker.	Merola, F.A.	0.2
07/09/2020	Exchange correspondence with Greenhill re: transaction milestones.	Merola, F.A.	0.2
07/09/2020	Review draft procedures related to initial proposal for combination transactions.	Miller, A.P.	1.2

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07/10/2020	Review mark up of bidding procedures (.3); discuss same with A. Miller (.3).	Gilad, E.E.	0.6
07/10/2020	Review mark-up of bidding procedures.	Merola, F.A.	0.2
07/10/2020	Review draft business combination procedures (.5); provide comments on same (1.0); discuss same internally with E. Gilad (.3).	Miller, A.P.	1.8
07/14/2020	Provide comments to bidding procedures.	Gilad, E.E.	1.2
07/14/2020	Call w/ Debtors re merger process.	Gilad, E.E.	0.8
07/14/2020	Review objection re de minimis asset sales (.2); review comments re combination procedures order (.2).	Merola, F.A.	0.4
07/14/2020	Participate on conference call with Kirkland M&A and Petrie teams to discuss procedures related to initial bid procedures for a combination transaction (.8); further review draft bidding procedures (.4); review order for bidding procedures (.6); provide comments on same (.8).	Miller, A.P.	2.6
07/14/2020	Emails w/ Kirkland re: call to discuss combination transaction procedures (.2); call w/ Kirkland re: combination transaction procedures (.5).	Pierce, J.M.	0.7
07/14/2020	Call with Kirkland and UCC professionals re bid procedures motion.	Sadler, T.M.	0.5
07/14/2020	Call with Kirkland and UCC professionals re M&A process guidelines.	Steiber, D.J.	0.5
07/15/2020	Update comments to bidding procedures.	Gilad, E.E.	0.4
07/15/2020	Exchange correspondence with internal team re bid procedure issues.	Merola, F.A.	0.2
07/15/2020	Review draft motion approving initial bid procedures for business combination (.5); respond to internal emails related to milestones related to potential sale transaction (1.0).	Miller, A.P.	1.5

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07/16/2020	Call w/ Kirkland re bidding procedures (1.0); communication with Kirkland re bidding procedure negotiations (2.7).	Gilad, E.E.	3.7
07/16/2020	Discussions re sale related process issues with internal team.	Hansen, K.M.	0.5
07/16/2020	Review GreenHill comments re bid procedures (.1); review revised bid procedures and related correspondence (.1); correspondence with Paul Weiss re milestones (.1); review and revise UCC statement re milestones (.1); discussions re sale related process issues with K. Hansen (.5).	Merola, F.A.	0.9
07/16/2020	Participate on conference call with Kirkland related to sale transaction timeline and bidding procedures (.9); review revised bidding procedures and order (.8); provide comments on same (1.0).	Miller, A.P.	2.7
07/17/2020	Bidding procedure negotiations with Kirkland and final comments re same.	Gilad, E.E.	0.5
07/17/2020	Review UCC statement re milestones.	Merola, F.A.	0.2
07/19/2020	Comments to revised M&A process guidelines (.8); correspondence re same (.2).	Gilad, E.E.	1.0
07/19/2020	Review correspondence re sale guidelines order.	Merola, F.A.	0.2
07/19/2020	Review correspondence re bidding procedures motion.	Sadler, T.M.	0.2
07/20/2020	Review correspondence re combination transaction motion.	Diaz, C.M.	0.2
07/28/2020	Review draft proposal guidelines.	Merola, F.A.	0.2
07/28/2020	Review draft of the firm proposal guidelines.	Miller, A.P.	1.1
07/29/2020	Review correspondence re revised sale dates.	Merola, F.A.	0.2

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07/31/2020	Correspondence with J. Pierce et al re final sale guidelines.	Gilad, E.E.	0.2
07/31/2020	Review notice of stage 2 procedures.	Merola, F.A.	0.2
07/31/2020	Internal follow up related to draft firm proposal guidelines.	Miller, A.P.	0.5
07/31/2020	Review and discuss M&A timeline w/ E. Gilad, et al.	Pierce, J.M.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	0.5	\$ 1,150	\$ 575.00
Diaz, Caroline M.	0.2	550	110.00
Gilad, Erez E.	10.2	1,475	15,045.00
Hansen, Kristopher M.	0.5	1,650	825.00
Merola, Frank A.	3.7	1,475	5,457.50
Miller, Allison P.	12.4	1,350	16,740.00
Pierce, Jason M.	1.2	995	1,194.00
Sadler, Tess M.	1.2	595	714.00
Steiber, David J.	0.9	550	495.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 41,155.50	
TOTAL FOR THIS MATTER		\$ 41,155.50	

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RE	Relief from Stay / Adequate Protection 007131 0004
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DATE	DESCRIPTION	NAME	HOURS
07/15/2020	Review GSO motion for relief from stay.	Merola, F.A.	0.3
07/16/2020	Call w/ ARB re pending motion for relief from stay.	Gilad, E.E.	0.3
07/16/2020	Call with ARB re pending motion for relief from stay.	Merola, F.A.	0.3
07/16/2020	Review Elevation/GSO lift stay motion.	Pasquale, K.	0.4
07/16/2020	Review GSO lift stay motion	Pierce, J.M.	0.2
07/16/2020	Draft summary re: GSO/Elevation motion to lift automatic stay.	Steiber, D.J.	3.8
07/17/2020	Review GSO and Elevation motion to lift the automatic stay (.8); revise summary re same (1.8).	Sadler, T.M.	2.6
07/18/2020	Review summary of Elevation motion for relief from stay.	Merola, F.A.	0.1
07/23/2020	Draft summary re Elevation motion to lift stay (.5); correspondence re same (.2).	Sadler, T.M.	0.7
07/24/2020	Analyze Elevation issues.	Hansen, K.M.	0.3
07/24/2020	Review Debtors objection re class claimants' motion for relief from stay.	Merola, F.A.	0.2
07/24/2020	Review summary of GSO relief from stay re Elevation.	Merola, F.A.	0.2
07/24/2020	Review 4th amendment re Elevation (.5); prep for conf call w/debtors re Elevation lift stay issues (.3).	Pasquale, K.	0.8

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07/24/2020	Draft summary of Debtors' objection to class arbitration claimants motion to lift stay (2.4); email to Stroock team re: same (.2).	Steiber, D.J.	2.6
07/26/2020	Review Elevation litigation materials in preparation for call (.3); call with Debtors re Elevation litigation (.2).	Diaz, C.M.	0.3
07/26/2020	Prepare for (.5) and conf call w/debtors re Elevation lift stay issues (.3).	Hansen, K.M.	0.8
07/26/2020	Prep for (.4) and conf call w/debtors re Elevation lift stay issues (.3); email to E. Gilad re same (.1)	Pasquale, K.	0.8
07/27/2020	Review and comment on D. Steiber summary of Debtors' objection to class arbitration claimants' lift stay motion.	Pierce, J.M.	0.2
07/27/2020	Revise summary of Debtors' objection to class arbitration claimants motion to lift stay.	Steiber, D.J.	0.8
07/30/2020	Review withdrawal of GSO motion for relief from stay.	Merola, F.A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	0.3	\$ 550	\$ 165.00
Gilad, Erez E.	0.3	1,475	442.50
Hansen, Kristopher M.	1.1	1,650	1,815.00
Merola, Frank A.	1.3	1,475	1,917.50
Pasquale, Kenneth	2.0	1,475	2,950.00
Pierce, Jason M.	0.4	995	398.00
Sadler, Tess M.	3.3	595	1,963.50
Steiber, David J.	7.2	550	3,960.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 13,611.50	
TOTAL FOR THIS MATTER		\$ 13,611.50	

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RE	Court Hearings 007131 0005
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DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Review agenda of Second Day hearing.	Merola, F.A.	0.2
07/10/2020	Review agenda of hearing.	Merola, F.A.	0.2
07/13/2020	Review certification of counsel re first day Orders.	Merola, F.A.	0.2
07/16/2020	Review agenda of hearing (.2); correspondence with Kirkland re witnesses (.2).	Merola, F.A.	0.4
07/17/2020	Correspondence with Kirkland re evidentiary hearing.	Merola, F.A.	0.1
07/20/2020	Review amended agenda.	Merola, F.A.	0.1
07/21/2020	Emails w/ SSL team re: coverage of 341 meeting.	Pierce, J.M.	0.1
07/23/2020	Emails w/ Cole Schotz and D. Steiber re: 341 meeting.	Pierce, J.M.	0.1
07/23/2020	Attend 341 Meeting (1.2);draft summary re same (.7); circulate summary re: same to internal Stroock team (.1).	Steiber, D.J.	2.0

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	1.2	\$ 1,475	\$ 1,770.00
Pierce, Jason M.	0.2	995	199.00
Steiber, David J.	2.0	550	1,100.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 3,069.00	
TOTAL FOR THIS MATTER		\$ 3,069.00	

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RE	Creditor Committee Meetings 007131 0006
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DATE	DESCRIPTION	NAME	HOURS
07/01/2020	Discussions with K. Hansen re committee coordination (.5); emails with Committee re FA pitches (.5).	Gilad, E.E.	1.0
07/01/2020	Discussions with E. Gilad re committee coordination.	Hansen, K.M.	0.5
07/01/2020	Correspondence with UCC re FA pitches.	Merola, F.A.	0.3
07/01/2020	Correspondence with Committee re financial advisor/investment bankers (1.9).	Sadler, T.M.	1.9
07/02/2020	Call with UCC re: financial advisor/investment banker candidates.	Gilad, E.E.	0.6
07/02/2020	Call with UCC re: financial advisor/investment banker candidates.	Magzamen, M.S.	0.3
07/02/2020	Correspondence with UCC re local counsel (.1); call with UCC re: financial advisor/investment banker candidates (.6); correspondence with financial advisor and investment banker candidates (.2); exchange correspondence re Greenhill economics (.2).	Merola, F.A.	1.1
07/02/2020	Review and comment on UCC bylaws (1.8); emails w/ E. Gilad and F. Merola re: same (.4); telephonically monitor UCC deliberation re: financial advisor/investment banker candidates (.6); email w/ UCC re: draft Committee bylaws (.1).	Pierce, J.M.	2.9
07/03/2020	Review draft by laws (.2); correspondence with UCC re bylaws (.2).	Merola, F.A.	0.4
07/06/2020	Review NDA.	Merola, F.A.	0.1

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07/06/2020	Correspondence with UCC members re one-on-one calls.	Merola, F.A.	0.2
07/06/2020	Review Pryor Cashman comments to Committee bylaws (.3); emails w/ E. Gilad and F. Merola re: same (.2); revise draft Committee bylaws (.5).	Pierce, J.M.	1.0
07/06/2020	Correspondence with UCC members re one-off calls.	Sadler, T.M.	1.6
07/07/2020	Correspondence with UCC re meetings.	Merola, F.A.	0.2
07/07/2020	Emails w/ E. Gilad and F. Merola re: agenda for 7/8 UCC call.	Pierce, J.M.	0.2
07/07/2020	Correspondence re scheduling UCC member one-off calls.	Sadler, T.M.	0.3
07/08/2020	Call with Committee re status update (1.1); correspondence re one-on-one calls w/ UCC members (.3).	Gilad, E.E.	1.4
07/08/2020	Call with UCC re update.	Grabis, M.C.	0.5
07/08/2020	Prepare for call with UCC (.5); call with UCC re status update (.5).	Loonam, E.A.	1.0
07/08/2020	Review revised Alix UCC materials re UCC meeting (.2); review Greenhill materials re UCC meeting (.1); emails w/ J. Pierce re prep for Committee call (.1).	Merola, F.A.	0.4
07/08/2020	Emails w/ F. Merola re: prep for UCC meeting (.1); emails w/ Greenhill and AlixPartners re: prep for UCC meeting and discussions materials (.6); review and comment on discussion materials for UCC meeting (.5); call w/ UCC re status update (1.1); schedule follow-up UCC 7/9 call (.1); draft confidentiality provisions from Committee bylaws (.2).	Pierce, J.M.	2.5
07/08/2020	Update call with UCC and UCC professionals re status update (1.1); review and revise advisor	Sadler, T.M.	3.6

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	NDA (2.5).		
07/08/2020	Call with UCC and UCC professionals re status update.	Steiber, D.J.	1.0
07/09/2020	Conference call w/ WSFS (.3); conference call w/ ARB (.6); conference call with Raisa (.3); pre-call with UCC professionals (.3); conference call w/ full UCC on status update (.4).	Cota, A.	1.9
07/09/2020	Call w/ Platte River / ARB (.6); call w/ Raisa (.2); call w/ WSFS (.3); pre-call w/ UCC professionals (.5); call w/ UCC re status update (.6).	Gilad, E.E.	2.2
07/09/2020	Attend committee call re update.	Grabis, M.C.	0.5
07/09/2020	Call with Committee re status update.	Loonam, E.A.	0.5
07/09/2020	Call with ARB (.6); call with Rasia (.3); UCC professionals call re first day orders (.5); participate in UCC meeting (.6).	Merola, F.A.	2.0
07/09/2020	Call w/ Platte River / ARB (.6); call w/ Raisa (.2); call w/ WSFS (.3); pre-call w/ UCC professionals (.5); call w/ UCC re status update (.6).	Pierce, J.M.	2.2
07/09/2020	Call with ARB re case perspective and claims (.6); call with Raisa re case perspective and claims (.2); call with WSFS re case perspective and claims (.3); revise advisor NDA (.5); correspondence re same (.1).	Sadler, T.M.	1.7
07/09/2020	Prepare for individual calls with committee (1.4); call w/ ARB (.6); call w/ Raisa (.2); call w/ WSFS (.3); pre-call w/ UCC professionals (.5); call w/ UCC re status update (.6).	Steiber, D.J.	3.7
07/10/2020	Call with RMM re introduction.	Gilad, E.E.	0.3
07/10/2020	Review UCC presentation.	Merola, F.A.	0.3
07/10/2020	Call w/ RMM re introduction.	Pierce, J.M.	0.3

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07/10/2020	Call with RRM re introduction (.3); correspondence re same (.3).	Sadler, T.M.	0.6
07/10/2020	Email J. Pierce. & T. Sadler. re: notes on meeting /w RimRock (.3); call with RMM Team re: intro call (.4).	Steiber, D.J.	0.7
07/11/2020	Correspondence with Platte River (.2); prepare UCC update (.3).	Merola, F.A.	0.5
07/11/2020	Review and comment on T. Sadler's draft email to UCC re: updates and related presentation.	Pierce, J.M.	0.5
07/12/2020	Correspondence with UCC re update.	Merola, F.A.	0.2
07/13/2020	Emails with A. Miller et al re NDA issues (.3); correspondence w/ ad hoc counsel re same (.4).	Gilad, E.E.	0.7
07/13/2020	Review UCC update re DIP Objection (.2); exchange correspondence with internal team re NDA (.1).	Merola, F.A.	0.3
07/13/2020	Review draft advisor NDA proposed by Kirkland (.8); correspondence with E. Gilad and F. Merola re same (.3); provide comments to advisor NDA (.5).	Miller, A.P.	1.6
07/13/2020	Emails w/ T. Sadler re: comments on draft advisor NDA.	Pierce, J.M.	0.5
07/13/2020	Correspondence with J. Pierce re NDA.	Sadler, T.M.	0.3
07/14/2020	Internal discussions with A. Miller et al re NDA and bylaws (.4); review UCC bylaws (.3).	Gilad, E.E.	0.7
07/14/2020	Review UCC update (.1); review AlixPartners liquidity materials (.2).	Merola, F.A.	0.3
07/14/2020	Telephone call with E. Gilad, et al on advisor NDA and confidentiality provisions in UCC bylaws (.4); review UCC bylaws confidentiality provision (.4); provide comments on same (.2).	Miller, A.P.	1.0
07/14/2020	Email w/ UCC re: new hearing schedule (.2);	Pierce, J.M.	1.0

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	call with E. Gilad, et al on advisor NDA and confidentiality provisions in UCC bylaws (.4); review bylaws re same (.4).		
07/14/2020	Call w/ E. Gilad, A. Miller and J. Pierce re NDA and bylaws confidentiality provisions (.4); review bylaws re same (.3).	Sadler, T.M.	0.7
07/15/2020	Prepare for call with committee (.3); call with committee re status update (.7).	Cota, A.	1.0
07/15/2020	Call with Committee re status update.	Diaz, C.M.	0.7
07/15/2020	Call with UCC re status update.	Gilad, E.E.	0.7
07/15/2020	Review UCC meeting materials and agenda (.2); Call with UCC (.7); review bylaw confirmation (.1).	Merola, F.A.	1.0
07/15/2020	Emails w/ E. Gilad and A. Miller re: confidentiality provisions of Committee bylaws (.1); prep for 7/15 UCC call (.2); participate in 7/15 UCC call (.7).	Pierce, J.M.	1.0
07/15/2020	Update call with UCC members and UCC professionals (.7); correspondence re UCC bylaws and signature pages (.8).	Sadler, T.M.	1.5
07/15/2020	Prepare for (.5) and call with UCC with UCC re: weekly update (.7).	Steiber, D.J.	1.2
07/16/2020	Call w/ ARB re: JV relationship (.4); call w/ Pryor Cashman and Morris Nichols re: DIP objection (.5).	Pierce, J.M.	0.9
07/16/2020	Call with Committee member re: claims against debtor and JV relationship.	Sadler, T.M.	0.4
07/16/2020	Call with ARB re LLC agreement and confidentiality restriction.	Steiber, D.J.	0.4
07/17/2020	Review UCC communication re milestone objection.	Merola, F.A.	0.2
07/20/2020	Review UCC update correspondence re DIP	Merola, F.A.	0.1

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	order.		
07/20/2020	Email w/ UCC re: canceled hearing (.1); email w/ UCC re: entry of final DIP order, combination transaction procedures order and signed bylaws (.2).	Pierce, J.M.	0.3
07/21/2020	Correspondence with UCC re meeting.	Merola, F.A.	0.1
07/21/2020	Email UCC re: scheduling 7/23 call (.1); call w/ attorney for unsecured creditors re: bankruptcy process and unsecured creditor issues (.5).	Pierce, J.M.	0.6
07/21/2020	Emails with UCC re scheduling breakout calls.	Sadler, T.M.	0.8
07/22/2020	Review correspondence re UCC agenda.	Merola, F.A.	0.2
07/23/2020	Prepare for call with Committee (.4); call with Committee re status update (.5).	Cota, A.	0.9
07/23/2020	Prepare for (.1) and call with Committee (.5).	Diaz, C.M.	0.6
07/23/2020	Prepare for (.2) and participate in UCC call (.5); debrief call with J. Pierce re same (.1).	Gilad, E.E.	0.8
07/23/2020	Committee call (.5) and follow up correspondence with internal team re same (.6).	Hansen, K.M.	1.1
07/23/2020	Prepare for call with UCC (.1); call with UCC re status update (.5).	Loonam, E.A.	0.6
07/23/2020	Review agenda (.1); participate in UCC meeting (.3).	Merola, F.A.	0.4
07/23/2020	Emails w/ E. Gilad re: agenda for UCC call and related process issues (.3); emails w/ UCC professionals re: same (.1); email UCC agenda and discussion materials for 7/23 call (.1); prep for 7/23 call (.1); participate in 7/23 UCC call (.5); debrief call w/ E. Gilad (.1).	Pierce, J.M.	1.2
07/23/2020	Prepare for call with Committee (.2); call with Committee re same (.5).	Sadler, T.M.	0.7
07/23/2020	Call with UCC re: status update.	Steiber, D.J.	0.5

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07/24/2020	Correspondence with UCC re UCC professionals.	Merola, F.A.	0.2
07/27/2020	Emails with internal team re Committee meeting.	Diaz, C.M.	0.1
07/27/2020	Exchange UCC correspondence re management meeting.	Merola, F.A.	0.1
07/27/2020	Draft and circulate email to UCC re: business plan model and meeting w/ management.	Pierce, J.M.	0.3
07/28/2020	Review draft UCC agenda.	Merola, F.A.	0.1
07/28/2020	Draft proposed agenda for 7/29 UCC call (.2); emails w/ E. Gilad and C. Diaz re: same (.1); emails w/ UCC professionals re: proposed agenda for 7/29 UCC call (.1); draft and circulate email to UCC re: 7/29 Committee call (.2).	Pierce, J.M.	0.6
07/28/2020	Prepare for 7/29 UCC call.	Steiber, D.J.	0.3
07/29/2020	Prepare for call with Committee (.1); call w/ UCC re status update (.8).	Cota, A.	0.9
07/29/2020	Prepare for call with Committee (.1); call with Committee re status update (.8).	Diaz, C.M.	0.9
07/29/2020	Prepare for and participate in call w/ UCC.	Gilad, E.E.	1.0
07/29/2020	Review UCC Agenda (.1); participate in UCC call (.8).	Merola, F.A.	0.9
07/29/2020	Prep for UCC call (.1); participate in 7/29 UCC call (.8).	Pierce, J.M.	0.9
07/29/2020	Weekly update call with committee and UCC professionals (.8); prep for weekly UCC update call (.3).	Sadler, T.M.	1.1
07/29/2020	Call with UCC members re: status update.	Steiber, D.J.	0.5
07/31/2020	Correspondence with UCC re plan and	Merola, F.A.	0.1

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disclosure statement.

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	4.7	\$ 1,150	\$ 5,405.00
Diaz, Caroline M.	2.3	550	1,265.00
Gilad, Erez E.	9.4	1,475	13,865.00
Grabis, Maria C.	1.0	940	940.00
Hansen, Kristopher M.	1.6	1,650	2,640.00
Loonam, Elizabeth A.	2.1	975	2,047.50
Magzamen, Michael	0.3	450	135.00
Merola, Frank A.	9.7	1,475	14,307.50
Miller, Allison P.	2.6	1,350	3,510.00
Pierce, Jason M.	16.9	995	16,815.50
Sadler, Tess M.	15.2	595	9,044.00
Steiber, David J.	8.3	550	4,565.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 74,539.50	
TOTAL FOR THIS MATTER		\$ 74,539.50	

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RE	Case Analysis/ Pleading Analysis and Res 007131 0007
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DATE	DESCRIPTION	NAME	HOURS
07/01/2020	Review and discuss first day pleadings and immediate action items with F. Merola.	Hansen, K.M.	0.5
07/01/2020	Correspondence re second day hearings with E. Gilad (.6); review first day motions (2.1); discuss first day pleadings with K. Hansen (.5).	Merola, F.A.	3.2
07/02/2020	Follow up call with financial advisor and investment banker candidates re pitches (1.2); review prepetition debt documents (2.4), second day motion analysis (.5), coordination w/ financial advisor re second day motions (.7).	Gilad, E.E.	4.8
07/02/2020	Analyze issues re first day motion in preparation for AlixPartners kick-off.	Merola, F.A.	1.9
07/02/2020	Discuss first day pleadings w/ T. Sadler (.7); review first day pleadings (1.1); emails w/ SSL team re: same (.2).	Pierce, J.M.	2.0
07/02/2020	Review first day motions and filings (1.5); call with J. Pierce re first day motions and proposed final orders (.7).	Sadler, T.M.	2.2
07/03/2020	Prepare for (.4) and telephone conference call w/ professionals and UCC members re kick-off (.7).	Cota, A.	1.1
07/03/2020	Midstream issue analysis (1.3); review and comment on lien review letter (1.2), call w/ committee professionals re case status (.7), analysis re DIP/second day motions (1.4).	Gilad, E.E.	4.6
07/03/2020	Correspondence with J. Pierce and E. Loonam regarding debt documents (.6); analysis re: same (.1); attend all-hands call re update (.6).	Grabis, M.C.	1.2

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07/03/2020	Attend all hands professionals call (.6) ; emails with J. Pierce and M. Grabis re debt documents (.6); analysis re: same (.2).	Loonam, E.A.	1.4
07/03/2020	All-hands professionals call re case analysis.	Merola, F.A.	0.7
07/03/2020	Review and analyze first day motions (4.4); prepare summaries re same (5.4).	Sadler, T.M.	9.8
07/03/2020	Call with Greenhill and AlixPartners re UCC representation and initial workstreams (.5); correspondence re same (.3).	Sadler, T.M.	0.8
07/03/2020	Research re: third circuit gas gathering agreement interpretation.	Steiber, D.J.	3.8
07/04/2020	Review data room materials.	Sadler, T.M.	0.3
07/05/2020	Analysis regarding cap stack and coordinate org chart.	Cota, A.	0.3
07/05/2020	Review second day motions (.3); case analysis re same (.7).	Gilad, E.E.	1.0
07/05/2020	Review first day pleadings (2.7); analyze re same (1.4); draft summaries re same (1.6).	Sadler, T.M.	5.7
07/06/2020	Conference call w/ M. Grabis et al to discuss analysis related to prepetition matters.	Cota, A.	0.4
07/06/2020	First day summary review (1.5); correspondence with J. Pierce re update and case strategy (.5); discussions with K. Hansen re committee action items (.8).	Gilad, E.E.	2.8
07/06/2020	Attend call with A. Cota et al re status update.	Grabis, M.C.	0.4
07/06/2020	Discussions with E. Gilad re committee action items.	Hansen, K.M.	0.8
07/06/2020	Correspondence with Greenhill re work streams (.1); review summary of First Day motions (.2); review Alix response re work streams (.1).	Merola, F.A.	0.4

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07/06/2020	Review correspondence re first day motion summary.	Merola, F.A.	0.2
07/06/2020	Emails w/ E. Gilad re: first day memo (.2); emails w/ Cole Schotz re: review of first day motions (.1);	Pierce, J.M.	0.3
07/06/2020	Review first day motions (.6); correspondence with internal team re same (.2).	Sadler, T.M.	0.8
07/06/2020	Call with A. Cota et al re: status update.	Steiber, D.J.	0.7
07/07/2020	Internal SSL call re first day pleadings review and analysis (.5); UCC professionals call re same (.5).	Gilad, E.E.	1.0
07/07/2020	Attend UCC professionals call.	Grabis, M.C.	0.6
07/07/2020	Review overview of first days and recommendations.	Hansen, K.M.	0.8
07/07/2020	Call with UCC professionals.	Loonam, E.A.	0.6
07/07/2020	Review AlixPartners correspondence re first days (.1); review AlixPartners deck re first day motions (.6); call re first day hearing with SSL team (.5); call with UCC professionals re first day motions (.5); exchange correspondence re NOL Motion (.1); review comments re wage order (.1).	Merola, F.A.	1.9
07/07/2020	Emails w/ SSL team re: first day pleadings and review of same (.5); call w/ SSL team re: first day pleading review (.5); review and comment on T. Sadler's issues list re: first day pleadings (1.5).	Pierce, J.M.	2.5
07/07/2020	Call with UCC professionals re first day motions and analysis (.5); correspondence re same (1.9); draft issues list re first day motions and final proposed orders (4.4); call with internal team re status update (.4).	Sadler, T.M.	6.8
07/08/2020	Correspondence of confidentiality issues to SSL team.	Gilad, E.E.	0.5

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07/08/2020	Review comments re first day orders.	Merola, F.A.	0.4
07/08/2020	Review first day motions.	Pierce, J.M.	1.6
07/08/2020	Review recent filings and objections re first day motions (.9); analyze re same (.2); draft summaries re same (1.2).	Sadler, T.M.	2.3
07/09/2020	Analysis of milestones (.4); discussions w/ UCC professionals and internal team re same (.3); discussions w/ UCC professionals re second days (.6); review memo re milestones (.4); internal discussions re second days orders (.5).	Gilad, E.E.	2.2
07/09/2020	Confer w/ working group (.1); draft template for omnibus objection to certain first day motions (.9); confer w/ T. Sadler re: same (.2).	Magzamen, M.S.	1.2
07/09/2020	Correspondence with AlixPartners re caps on taxes (.2); correspondence re hedging keepwell (.2); call with AlixPartners re first day order caps (.3).	Merola, F.A.	0.7
07/09/2020	Emails w/ SSL team re: first day and DIP issues.	Pierce, J.M.	0.5
07/09/2020	Review revise first day proposed final orders (1.3); revise issues list re same (.3); draft DIP and first day order issues list presentation for UCC (3.3); correspondence with SSL team re first day orders (.3); confer with M. Magzamen re draft template re omnibus objection; pre-UCC group call with UCC professionals re DIP and first day order issues (.5).	Sadler, T.M.	5.9
07/10/2020	Analysis of rejection motion (.4); review draft limited objection (.5), internal call re second day hearing (.4); internal discussion re pending workstreams (.3); call with T. Sadler re DIP objection (.1).	Gilad, E.E.	1.6
07/10/2020	Call with internal team re first and second day orders (.5); follow up with internal team re same (.5).	Hansen, K.M.	1.0

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07/10/2020	Call with internal team re first day motions (.5); Merola, F.A. review Kirkland revised first day orders (.3); review revised M&A milestones (.2); review Ensign notice of lien (.1); review redline first day orders (.4).	1.5
07/10/2020	Review and comment on revised first day orders (2.3); emails w/ SSL team re: same (.5); call w/ SSL team re: same (.5); call w/ T. Sadler re: DIP and first day pleading issues (.5).	3.8
07/10/2020	Call and correspondence with J. Pierce re DIP issues and first day order issues (.5); revise DIP and first day order issues list presentation (.3); correspondence re DIP milestones (.2); call with E. Gilad re DIP objection (.1).	1.1
07/11/2020	Correspondence with internal team re second day motions.	0.6
07/11/2020	Call with internal team re first day motion issues (.5); correspondence with Greenhill re milestones (.2).	0.7
07/11/2020	Call w/ F. Merola, et al re: first day motions.	0.5
07/11/2020	Internal call with F. Merola re first day motion issues (.5); prepare update email re status of issues (1.7); correspondence re same (.3).	2.5
07/11/2020	Internal call /w F. Merola et al. re: first day motion issues.	0.4
07/12/2020	Correspondence with Kirkland re milestone discussions (.7); draft and revise email memo update to UCC; correspondence with J. Pierce et al re second day motions (.8); prepare comments re same (.4).	1.9
07/12/2020	Review comments to first day orders.	0.4
07/12/2020	Exchange correspondence re NOL Order.	0.1
07/12/2020	Review and comment on first day orders (.8);	1.9

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	emails w/ Kirkland re: first day orders (.4); numerous emails w/ E. Gilad re: first day orders (.5); emails w/ SSL tax re: NOL order (.2).		
07/12/2020	Correspondence re first day motions and final orders with internal team.	Sadler, T.M.	0.3
07/13/2020	Correspondence with Kirkland re negotiate adjournment (.4); modify milestones chart (.6); correspondence with UCC professionals re general case matters (.7).	Gilad, E.E.	1.7
07/13/2020	Review comments on second day orders.	Hansen, K.M.	0.5
07/13/2020	Review UCC Professionals proposal to Kirkland re RSA milestones (.2); review AlixPartners correspondence re lien claimants (.2); review motion for 7/20 hearing (.2); review J-W Power DIP objection (.1); correspondence with internal team re critical vendor motion (.2).	Merola, F.A.	0.9
07/13/2020	Review filed first day orders (.5); emails w/ SSL tax re: NOL order (.1); emails w/ Kirkland re: first day orders (.2); review A&M email re: proposed lien claimant payment and analysis re: same (.2); emails w/ SSL team re: second day motions/orders (.4); review and comment on same (2.9).	Pierce, J.M.	4.3
07/13/2020	Correspondence with internal team re first day orders.	Sadler, T.M.	0.5
07/14/2020	Call with Committee professionals re status update (.5); correspondence regarding same (.1).	Cota, A.	0.6
07/14/2020	Call with UCC professionals re: status update.	Diaz, C.M.	0.5
07/14/2020	Call with UCC professionals re: case updates.	Gilad, E.E.	0.5
07/14/2020	Attend UCC professionals call.	Grabis, M.C.	0.5
07/14/2020	UCC professionals call.	Loonam, E.A.	0.5
07/14/2020	Call with UCC professionals (.5); comments on	Merola, F.A.	1.0

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	7/20 motions (.5).		
07/14/2020	Emails w/ SSL team re: comments to second day orders.	Pierce, J.M.	2.5
07/14/2020	Call with Greenhill and AlixPartners re status of case (.5); correspondence re same (.2).	Sadler, T.M.	0.7
07/15/2020	Call with UCC professional re business plan (.4); correspondence with UCC committee professionals re same (.7).	Gilad, E.E.	1.1
07/15/2020	Attend UCC professionals call re: business plan (.4); research re: certain SEC disclosures made by Debtors (3.0).	Steiber, D.J.	3.4
07/17/2020	Research re: certain SEC disclosures made by Debtors.	Steiber, D.J.	4.4
07/18/2020	Review A&M correspondence re pre-petition distributions.	Merola, F.A.	0.2
07/20/2020	Correspondence re general case matters.	Gilad, E.E.	1.3
07/21/2020	Call with UCC professionals re current status of case.	Diaz, C.M.	0.6
07/21/2020	Call with UCC professionals re: Committee call (.6); analysis of rights offering (.4); strategic case analysis (1.0).	Gilad, E.E.	2.0
07/21/2020	Discuss status of case issues with UCC professionals.	Hansen, K.M.	0.7
07/21/2020	Call with UCC professionals re current status of case.	Sadler, T.M.	0.6
07/22/2020	Internal call re Elevation issue (.5); review documents re same (1.0).	Diaz, C.M.	1.5
07/22/2020	Call re elevation litigation (.5), call w/ Greenhill re status update (.9); internal discussions re pending pleadings (.9).	Gilad, E.E.	2.3
07/22/2020	Call with internal team re Elevation agreements.	Hansen, K.M.	0.5

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07/22/2020	Review lien claimant payments notice.	Merola, F.A.	0.2
07/22/2020	Analyze Elevation agreements & issues (1.2); conf call w/E. Gilad, team re same (.5).	Pasquale, K.	1.7
07/22/2020	Internal call re elevation documents (.5); and correspondence with SSL team re same (.3).	Sadler, T.M.	0.8
07/22/2020	Prepare for (.3) and attend internal SSL call re: Elevation agreements (.5).	Steiber, D.J.	0.8
07/23/2020	Call w/ Greenhill re case update.	Gilad, E.E.	0.4
07/23/2020	Call with UCC professionals re fee comp analysis (.4) and prep for group call (.4).	Sadler, T.M.	0.8
07/23/2020	Call with UCC professionals' re: Debtor fee comps (.5); draft summary of underlying facts of state court case re GSO/Elevation motion (3.6).	Steiber, D.J.	4.1
07/24/2020	Internal update case/strategy call (.5); review Elevation litigation pleadings and analysis (1.7).	Gilad, E.E.	2.2
07/24/2020	Review Alvarez correspondence re trade claim order.	Merola, F.A.	0.2
07/24/2020	Internal SSL team call re status of workstreams.	Sadler, T.M.	0.5
07/24/2020	Call with internal team re workstreams.	Steiber, D.J.	0.5
07/25/2020	Correspondence with internal team re business model and general case matters.	Gilad, E.E.	0.3
07/27/2020	Correspondence with UCC professionals re business plan (.3); call w/ Greenhill re same (.2); review Greenhill decks (.6); correspondence with internal team re general case matters (.3); correspondence with M. Laskowski re retention precedent (.1).	Gilad, E.E.	1.5
07/27/2020	Correspond with E. Gilad re retention precedent needed (.2); locate document, obtain (.2), organize (.1); forward (.1).	Laskowski, M.D.	0.6

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07/28/2020	Call w/ Greenhill and AlixPartners re rights offering and comps.	Gilad, E.E.	0.4
07/28/2020	Call with Greenhill and AlixPartners re rights offering fees and discount.	Merola, F.A.	0.4
07/28/2020	Attend UCC Professionals' call re: rights offering fees and discount.	Steiber, D.J.	0.5
07/29/2020	Strategic case analysis (.5); analysis re litigation matters (1.0).	Gilad, E.E.	1.5
07/30/2020	Draft email memo to UCC re plan and disclosure statement (.4); correspondence re IOIs (.2).	Gilad, E.E.	0.6
07/30/2020	Review and correspond w/ SSL team re: GSO's notice of withdrawal of lift stay motion (.1); review correspondence from counsel to Committee member re: same (.1).	Pierce, J.M.	0.2
07/31/2020	Review schedule re prepetition payments.	Merola, F.A.	0.2
07/31/2020	Internal correspondence with Stroock team re firm proposal submission guidelines motion and recently file plan and DS.	Sadler, T.M.	0.8

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	2.4	\$ 1,150	\$ 2,760.00
Diaz, Caroline M.	2.6	550	1,430.00
Gilad, Erez E.	36.8	1,475	54,280.00
Grabis, Maria C.	2.7	940	2,538.00
Hansen, Kristopher M.	5.2	1,650	8,580.00
Laskowski, Mathew D.	0.6	450	270.00
Loonam, Elizabeth A.	2.5	975	2,437.50
Magzamen, Michael	1.2	450	540.00
Merola, Frank A.	14.8	1,475	21,830.00
Pasquale, Kenneth	1.7	1,475	2,507.50
Pierce, Jason M.	20.1	995	19,999.50
Sadler, Tess M.	43.2	595	25,704.00
Steiber, David J.	18.6	550	10,230.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 153,106.50
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TOTAL FOR THIS MATTER	\$ 153,106.50
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RE	Stroock Retention 007131 0008
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DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Correspondence w/ internal team re: PII list (.3); review PII list and narrow for searches (.7); draft supplemental conflict check (1.1).	Magzamen, M.S.	2.1
07/02/2020	Correspondence with internal team re SSL affidavit.	Merola, F.A.	0.2
07/06/2020	Confer w/ local counsel re: retention application (.2); draft SSL retention application (.4); confer w/ J. Pierce re: same (.1).	Magzamen, M.S.	0.7
07/06/2020	Emails w/ M. Magzamen re: conflicts check process.	Pierce, J.M.	0.1
07/07/2020	Review of conflict hits.	Magzamen, M.S.	0.1
07/10/2020	Draft SSL retention application.	Magzamen, M.S.	2.7
07/13/2020	Correspondence w/ F. Merola and working group re: SSL retention application.	Magzamen, M.S.	0.2
07/13/2020	Call w/ D. Steiber re: SSL retention application.	Pierce, J.M.	0.5
07/13/2020	Call with J. Pierce re: SSL retention application (.5); draft SSL retention application (4.0).	Steiber, D.J.	4.5
07/14/2020	Email w/ D. Steiber re: draft of retention app (.1); review conflict hits (1.3).	Magzamen, M.S.	1.4
07/15/2020	Correspondence of sealed retention schedules w/ J. Pierce et al (.1); review of same (.2); review PII and compare conflict hits (4.1).	Magzamen, M.S.	4.4
07/15/2020	Emails w/ E. Gilad and M. Magzamen re: conflicts review process.	Pierce, J.M.	0.1

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07/16/2020	Review parties-in-interest (.9); compare parties-in-interest to conflicts database (2.3).	Magzamen, M.S.	3.2
07/16/2020	Draft SSL retention application.	Steiber, D.J.	3.6
07/17/2020	Email w/ J. Pierce, et al. re: status of PII investigation (.2); draft and send supplemental conflict check (1.1).	Magzamen, M.S.	1.3
07/17/2020	Assist with review of PII list re: conflict check.	Mohamed, D.	4.5
07/17/2020	Emails w/ M. Magzamen re: conflicts review process (.1); call w/ D. Steiber re: conflicts review process (.2); emails and call w/ S. Martin re: conflicts review process (.1).	Pierce, J.M.	0.4
07/17/2020	Call with J. Pierce re: SSL retention application (.2); revise SSL retention application (2.6).	Steiber, D.J.	2.8
07/19/2020	Review and respond to emails re: supplemental conflicts check.	Magzamen, M.S.	0.2
07/20/2020	Continue review/investigation of conflict hits (1.6); update retention application exhibits (2.1); confer w/ J. Pierce re: same and process/timing (.2).	Magzamen, M.S.	3.9
07/20/2020	Call w/ G. Sasson re: conflicts investigation process (.5); emails w/ M. Magzamen re: PII hits list and conflicts investigation (.2).	Pierce, J.M.	0.7
07/20/2020	Call with J. Pierce re: retention application and conflict check.	Sasson, G.	0.5
07/20/2020	Revise Stroock retention application.	Steiber, D.J.	3.6
07/21/2020	Call w/ J. Pierce re: SSL retention application and exhibits (.6); review/revise SSL retention application exhibits (1.8); emails w/ J. Pierce re: retention app and exhibits (.2); follow-up w/ internal team re: funds on conflict list (1.9).	Magzamen, M.S.	4.5
07/21/2020	Emails w/ M. Magzamen re: SSL retention application (.2); call w/ M. Magzamen re: same (.6); revise SSL retention application (1.0).	Pierce, J.M.	1.8

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07/22/2020	Comments to Stroock retention application.	Gilad, E.E.	0.4
07/22/2020	Research relationship btw Paloma Partners Mgt and Paloma Recourses LLC.	Kaufman, E.M.	0.5
07/22/2020	Draft budget and staffing plan (.7); confer w/ J. Pierce re: SSL retention app (.2); review/revise SSL retention app (1.3); confer w/ financial restructuring partners re: SSL retention (.3); further research/investigation re: relationships (.9); review certain disclosures in SSL retention application (.3); circulate budget among working group (.1); further revisions to SSL retention application (.6); confer w/ accounting and J. Pierce re: percentage revenue on conflict clients (.4).	Magzamen, M.S.	4.6
07/22/2020	Emails w/ M. Magzamen re: conflicts investigation process (.2); review and revise SSL retention application (.9); revise related declarations (3.4).	Pierce, J.M.	4.5
07/23/2020	Internal call re Stroock retention application (1.0); review and revise Stroock retention application (1.7).	Gilad, E.E.	2.7
07/23/2020	Emails re draft budget and staffing plan w/ D. Steiber; circulate same (.2); schedule call w/ J. Pierce and E. Gilad re: SSL retention app (.2); revise retention app exhibits (.7); pre-call w/ J. Pierce (.3); call w/ J. Pierce and E. Gilad re: SSL application (1.0); updates to SSL retention application (1.2).	Magzamen, M.S.	3.8
07/23/2020	Review and revise SSL retention application per E. Gilad comments (.5); emails w/ E. Gilad re: same (.1); call w/ M. Magzamen re: conflicts investigation process (.3); call w/ E. Gilad and M. Magzamen re: conflicts investigation process (1.0).	Pierce, J.M.	2.9
07/24/2020	Follow-up re: additional relationships to PII (.4); review/revise SSL retention application (.8); redact SSL retention application (.9);	Magzamen, M.S.	2.6

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finalize and send SSL retention application to
Cole Schotz for filing (.6).

07/24/2020	Emails w/ E. Gilad and M. Magzamen re: revisions to Stroock retention application (.2); review revenue percentage chart from accounting (.3); emails w/ accounting, E. Gilad and M. Magzamen re: same (.2).	Pierce, J.M.	0.7
07/24/2020	Finalize Stroock Retention application documents (.5); correspondence with internal team re: same (.5).	Steiber, D.J.	1.0
07/29/2020	Review and revise motion to seal Stroock retention applications (.3).	Diaz, C.M.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	0.3	\$ 550	\$ 165.00
Gilad, Erez E.	3.1	1,475	4,572.50
Kaufman, Eric M.	0.5	370	185.00
Magzamen, Michael	35.7	450	16,065.00
Merola, Frank A.	0.2	1,475	295.00
Mohamed, David	4.5	370	1,665.00
Pierce, Jason M.	11.7	995	11,641.50
Sasson, Gabriel	0.5	1,095	547.50
Steiber, David J.	15.5	550	8,525.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 43,661.50
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TOTAL FOR THIS MATTER	\$ 43,661.50
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RE	Other Professional Retention 007131 0010
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DATE	DESCRIPTION	NAME	HOURS
07/01/2020	Discussions w/ committee chair re professional retentions (.8); discussions w/ various bankers and financial advisor's re potential retentions (1.0).	Hansen, K.M.	1.8
07/01/2020	Review correspondence re: financial advisor pitches (.6); coordinate logistics for pitches (1.9); send invites to candidates and UCC (.4); draft schedule of same (1.0).	Magzamen, M.S.	3.9
07/01/2020	Review financial advisor and investment banker presentations (1.7); coordinate financial advisor and investment banker interviews (.4).	Merola, F.A.	2.1
07/02/2020	Monitor financial advisor and banker presentations (2.0); discussions with UCC re same (1.0).	Hansen, K.M.	3.0
07/02/2020	Correspond with M. Magzamen re assistance with preparation for financial advisor and investment banker pitches (.1); assist with same (.2).	Laskowski, M.D.	0.3
07/02/2020	Prepare logistics for financial advisor pitches (2.3); monitor re same (2.0).	Magzamen, M.S.	4.3
07/02/2020	Prepare for financial advisor/investment banker pitches (.6); monitor telephonic financial advisor/investment banker pitches (2.3).	Pierce, J.M.	2.9
07/02/2020	Prepare for financial advisor and investment banker pitch calls (.8); monitor re same (2.0); correspondence re financial advisor and investment banker fee proposals (.3).	Sadler, T.M.	3.1
07/02/2020	Prepare for financial advisor/investment banker	Steiber, D.J.	3.8

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	pitches (1.0); monitor telephonic financial advisor/investment banker pitches (2.3); telephonically monitor UCC deliberation re: financial advisor/investment banker candidates (.5).		
07/05/2020	Review Greenhill engagement letter.	Merola, F.A.	0.2
07/06/2020	Confer w/ AlixPartners re: needs for retention application and provide same (.2); research re: Greenhill retention (.2); confer w/ T. Sadler re: same (.1).	Magzamen, M.S.	0.5
07/06/2020	Correspondence with M. Magzamen re engagement letters and review same.	Sadler, T.M.	0.2
07/07/2020	Confer w/ Greenhill re: parties for conflict check.	Magzamen, M.S.	0.2
07/13/2020	Call w/ J. Pierce, T. Sadler and D. Steiber re: professional retention (.5); gather precedent and circulate same (.2).	Magzamen, M.S.	0.7
07/13/2020	Call w/ D. Steiber, T. Sadler and M. Magzamen re: retention applications (.5); emails w/ Greenhill re: retention application (.2).	Pierce, J.M.	0.7
07/13/2020	Call with J. Pierce, M. Magzamen and D. Steiber re retention applications.	Sadler, T.M.	0.5
07/14/2020	Review and revise Greenhill and AlixPartners engagement letters and correspondence re same.	Sadler, T.M.	4.2
07/15/2020	Draft information protocol motion (.4); review and summarize Moelis and Petrie retention application (3.3); review and summarize A&M retention application (1.0); call with J. Pierce re same (.2).	Diaz, C.M.	4.9
07/15/2020	Analyze Moelis retention application (2.3); discussions with internal team re same (.7).	Gilad, E.E.	3.0
07/15/2020	Review summary re investment banker retention (.2); review DIP application to employ (.3).	Merola, F.A.	0.5

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07/15/2020	Call w/ C. Diaz re: information agent motion and retention application (.2); emails w/ E. Gilad and F. Merola re: same (.1).	Pierce, J.M.	0.3
07/16/2020	Revise summary re Moelis and Petrie retention application (1.6); draft information protocol motion (2.8).	Diaz, C.M.	4.0
07/16/2020	Review financial advisor and investment banker application summary.	Merola, F.A.	0.2
07/17/2020	Correspondence with KCC re KCC retention (.2); emails w/ J. Pierce re same (.2); revise information protocol motion re comments (2.0); research re information protocol motion precedent (.3).	Diaz, C.M.	2.7
07/17/2020	Provide comments to Greenhill engagement letter (.5); call w/ J. Pierce re: retention applications (.2).	Gilad, E.E.	0.7
07/17/2020	Emails w/ D. Steiber re: call to discuss retention applications (.1); emails w/ M. Magzamen re: parties in interest list (.2); emails w/ C. Diaz re: KCC retention (.2); review and comment on Greenhill engagement letter (.5); review and comment on AlixPartners engagement letter (.3); emails w/ T. Sadler re: review of Greenhill and AlixPartners engagement letters (.2); call w/ E. Gilad re: retention apps (.2).	Pierce, J.M.	1.7
07/18/2020	Comments to retention letters, correspondence re same.	Gilad, E.E.	0.5
07/18/2020	Review and comment on Greenhill engagement letters (.7); review and comment on AlixPartners engagement letter (1.0); emails w/ E. Gilad re: same (.2).	Pierce, J.M.	1.9
07/18/2020	Correspondence with internal team re advisor engagement letters.	Sadler, T.M.	0.3
07/19/2020	Review revised Greenhill Engagement Letter.	Merola, F.A.	0.2

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07/19/2020	Revise mark-up of Greenhill engagement letter per E. Gilad comments (.6); emails w/ Cole Schotz re: same (.3); revise mark-ups of Greenhill and AlixPartners engagement letters per Cole Schotz comments (.5).	Pierce, J.M.	1.4
07/19/2020	Review correspondence re advisor engagement letters.	Sadler, T.M.	0.2
07/20/2020	Review KCC proposal (.3); review AlixPartners retention documents (.6).	Diaz, C.M.	0.9
07/20/2020	Research re: financial advisor and investment banker engagements and forward terms to J. Pierce (.3); contact KCC re: 1102 website hosting (.2); confer w/ C. Diaz re: KCC retention (.1).	Magzamen, M.S.	0.6
07/20/2020	Review Cole Schotz comments re Greenhill engagement letter (.1); review analysis of Debtor investment banker fee comps (.2); review AlixPartners draft application (.1).	Merola, F.A.	0.4
07/20/2020	Emails w/ AlixPartners re: engagement letter comments (.1); review AlixPartners revisions to engagement letter (.1); revise mark-up of AlixPartners engagement letter (.1); review professional fee comps prepared by Greenhill (.2); review precedent investment banker engagement letters (.3); emails w/ C. Diaz re: review of AlixPartners retention docs (.1); emails w/ C. Diaz re: KCC retention (.1); review and revise mark-up of Greenhill engagement letter (.6); emails w/ E. Gilad re: revisions to Greenhill engagement letter (.1); emails w/ Greenhill re: engagement letter mark-up (.1); review D. Steiber's draft Greenhill retention application (1.7).	Pierce, J.M.	3.5
07/20/2020	Draft Greenhill retention application.	Steiber, D.J.	2.4
07/21/2020	Revise AlixPartners retention documents (2.6); circulate AlixPartners retention docs to local counsel (.1); review Moelis and Petrie engagement letters (1.3); draft summary re same	Diaz, C.M.	5.5

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(1.0); call with J. Pierce re same (.5).

07/21/2020	Review and respond to e-mails w/ D. Dean re: UCC professionals retention process and logistics (.4); confirm parties-in-interest searches w/ all UCC professionals (.2); email w/ C. Diaz re: FA/IB engagement letters (.1); email w/ J. Pierce, et al. re: logistics re: execution of signature pages (.1).	Magzamen, M.S.	0.8
07/21/2020	Correspondence with J. Pierce et al re employment application and information protocol.	Merola, F.A.	0.5
07/21/2020	Call w/ Greenhill and AlixPartners teams re: Debtor professional retention apps (.6); emails w/ Cole Schotz re: professional retention apps (.1); emails w/ UCC co-chairs re: signing declarations for retention applications (.2); emails w/ D. Steiber re: drafting declarations ISO retention applications (.2); emails w/ M. Magzamen re: format of same (.2); emails w/ C. Diaz re: AlixPartners retention application (.1); emails w/ Greenhill and AlixPartners re: allocation of work slide (.2); review precedent allocation of work slide, redact and send same to Greenhill and AlixPartners (.3); call w/ C. Diaz re: review of Moelis retention application / engagement letter (.5); review and comment on Greenhill retention application (3.6).	Pierce, J.M.	6.0
07/21/2020	Draft Greenhill's retention application.	Steiber, D.J.	5.6
07/22/2020	Continue to review Moelis engagement letter and retention application (.9); draft summary re same (.4); correspondence with Greenhill re Debtors retention applications (.2); further review and revise AlixPartners retention documents (.4); call with AlixPartners and Greenhill re Debtors retention applications (.5); review and revise AlixPartners deck on retention documents (1.7); prepare for call with internal team re same (.2); call with E. Gilad and J. Pierce re Debtors retention docs (.5).	Diaz, C.M.	4.8

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07/22/2020	Call with J. Pierce and C. Diaz re Debtors retention docs (.5); analysis of comps re Moelis fee structure (.2).	Gilad, E.E.	0.7
07/22/2020	Confer w/ A. Roth-Moore re: Cole Schotz retention (.2); research re: U.S. Trustee guideline requirements re: non-attorney retention applications (.4); emails w/ A. Roth-Moore re: retention app disclosure (.2).	Magzamen, M.S.	0.8
07/22/2020	Exchange correspondence re AlixPartners application to employ (.1); review revised Greenhill application (.2); review analysis of Moelis engagement letter (.2).	Merola, F.A.	0.5
07/22/2020	Emails w/ Greenhill re: retention application (.2); emails w/ Cole Schotz re: Greenhill and AlixPartners retention applications (.4); review and comment on AlixPartners retention application (.9); emails w/ AlixPartners re: same (.4); review Greenhill comments to engagement letter (.6); call w/ Greenhill and AlixPartners re: review of Debtors' retention applications (.3); call w/ E. Gilad and C. Diaz re: same (.5).	Pierce, J.M.	3.3
07/23/2020	Call with Greenhill and AlixPartners re Moelis engagement letter (.5); review AlixPartners retention doc comments (.6).	Diaz, C.M.	1.1
07/23/2020	Call w/ Moelis re retention application.	Gilad, E.E.	1.6
07/23/2020	Confer w/ AlixPartners and Greenhill re: parties searched list.	Magzamen, M.S.	0.2
07/23/2020	Review AlixPartners retention application (.2); review correspondence re DIP Investment Banker fees (.2).	Merola, F.A.	0.4
07/23/2020	Call w/ UCC professionals re: Moelis & Petrie retention apps (.5); emails w/ E. Gilad re: Greenhill engagement letter (.1); review and comment on revised Greenhill retention application (.6); emails w/ Greenhill re: same (.2); emails w/ Greenhill engagement letter (.1).	Pierce, J.M.	2.1

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07/24/2020	Correspondence re UCC retention applications (1.5); finalize retention applications (.3).	Gilad, E.E.	1.8
07/24/2020	Emails w/ AlixPartners team re: retention (.1); follow-up w/ Cole Schotz re: same (.1); review and comment on AlixPartners retention app (.3); review and comment on Greenhill retention app (.4); follow-up w/ Alix re: retention app (.2); compile executed engagement letter for AlixPartners (.3); compile executed engagement for GreenHill (.3); confer w/ Cole Schotz re: procedures for redaction (.3).	Magzamen, M.S.	2.0
07/24/2020	Emails w/ UCC professionals re: retention applications and process and submission of same (.2); review and revise UCC professionals retention applications (.7); emails w/ UCC re: same (.2); emails w/ M. Magzamen and D. Steiber re: same (.2).	Pierce, J.M.	1.8
07/24/2020	Organize Greenhill retention application documents to file (2.4); review AlixPartners retention application (.5).	Steiber, D.J.	2.9
07/27/2020	Review correspondence re fee comp (.2); revise UCC information protocol motion (.2).	Merola, F.A.	0.4
07/28/2020	Review KCC retention application / Information Protocol Motion comments from J. Pierce (.2); email correspondence re KCC retention application / information protocol motion with J. Pierce re same (.2); prepare for call with UCC professionals (.1); call with AlixPartners and Greenhill re comps analysis (.7).	Diaz, C.M.	1.2
07/28/2020	Analysis of company professional engagement terms (.6); correspondence with internal team re same (.1).	Hansen, K.M.	0.7
07/28/2020	Review rights offering comps (.2); review analysis of investment banker fee comps (.2); call with Greenhill and AlixPartners re IO fee comps (.7).	Merola, F.A.	1.1

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07/28/2020	Emails w/ Cole Schotz re: motion to seal portions of UCC retention applications (.1); review and comment on draft motion to approve creditor information protocol and retain KCC as the Committee's information agent (.5); emails w/ F. Merola and C. Diaz re: same (.1).	Pierce, J.M.	0.7
07/28/2020	Prepare for (.1) and call with UCC professionals' re: Debtors' compensation analysis (.7).	Steiber, D.J.	0.8
07/29/2020	Follow-up re: motion to seal; review same.	Magzamen, M.S.	0.2
07/29/2020	Review declarations of disinterestedness; review comments to Information Protocol Motion.	Merola, F.A.	0.2
07/29/2020	Review draft motion to seal UCC retention apps (.1); emails w/ Cole Schotz re: same (.1).	Pierce, J.M.	0.2
07/30/2020	Correspondence with M. Magzamen re KCC retention (.3); draft KCC fee comparison chart (.2); correspondence with KCC re same (.1).	Diaz, C.M.	0.6
07/30/2020	Discussion and analysis re Moelis retention terms.	Gilad, E.E.	0.3
07/30/2020	Emails w/ C. Diaz, et al. re: 1102(b) website and retention.	Magzamen, M.S.	0.3
07/30/2020	Review KCC fee proposal (.2); review Houlihan engagement letter (.2).	Merola, F.A.	0.4
07/30/2020	Emails w/ C. Diaz re: KCC retention (.1); review Houlihan engagement letter (.1); emails w/ UCC professionals re: same (.1); emails w/ C. Diaz re: KCC retention application (.1).	Pierce, J.M.	0.4
07/31/2020	Review KCC engagement letter (.9); revise KCC Services Agreement (1.0); emails with J. Pierce re same (.2) revise KCC retention application (.9); emails with J. Pierce re same (.3).	Diaz, C.M.	3.3
07/31/2020	Analyze Moelis retention terms and discussions	Gilad, E.E.	0.3

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with UCC professionals re same.

07/31/2020	Review correspondence re Moelis fee negotiation.	Merola, F.A.	0.2
07/31/2020	Review correspondence between E. Gilad and AlixPartners re: update on Moelis/Petrie fee negotiations and related considerations (.1); review and comment on KCC engagement letter (.3); emails w/ F. Merola and C. Diaz re: same (.1).	Pierce, J.M.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	29.0	\$ 550	\$ 15,950.00
Gilad, Erez E.	8.9	1,475	13,127.50
Hansen, Kristopher M.	5.5	1,650	9,075.00
Laskowski, Mathew D.	0.3	450	135.00
Magzamen, Michael	14.5	450	6,525.00
Merola, Frank A.	7.3	1,475	10,767.50
Pierce, Jason M.	27.4	995	27,263.00
Sadler, Tess M.	8.5	595	5,057.50
Steiber, David J.	15.5	550	8,525.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 96,425.50
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TOTAL FOR THIS MATTER	\$ 96,425.50
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RE	Lien Review 007131 0012
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DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Review debt documents.	Grabis, M.C.	1.0
07/02/2020	Correspondence with M. Grabis re lien review (1.4); emails re same (.6).	Loonam, E.A.	2.1
07/02/2020	Review precedent diligence request lists.	Pierce, J.M.	0.5
07/03/2020	Review collateral and related documents (.1); related correspondence with E. Loonam (1.4).	Grabis, M.C.	1.5
07/03/2020	Review Kirkland letter re lien review.	Merola, F.A.	0.2
07/04/2020	Review and summarize collateral.	Grabis, M.C.	1.0
07/04/2020	Review correspondence re lien review.	Merola, F.A.	0.2
07/05/2020	Discuss lien searches and logistics w/ M. Magzamen (.2); review collateral (1.3); correspondence with Kirkland regarding lien searches (.1).	Grabis, M.C.	1.6
07/05/2020	Discuss lien searches and logistics w/ M. Grabis.	Magzamen, M.S.	0.2
07/05/2020	Emails w/ E. Gilad re: lien review diligence (.1); emails w/ E. Loonam and M. Grabis re: same (.2).	Pierce, J.M.	0.3
07/06/2020	Review lien searches (.2); call with internal team re lien review (.5)	Grabis, M.C.	0.7
07/06/2020	Call with SSL team re lien review.	Loonam, E.A.	0.5
07/07/2020	Internal correspondence with E. Loonam regarding lien review (.1); review and circulate collateral summary to team (.1); attend call with	Grabis, M.C.	1.3

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	E. Loonam et al re lien review (.1); related correspondence with E. Loonam (.1); review DACA (.9).		
07/07/2020	Review DIP CA (3.4); circulate comments to team re same (.2); call with M. Grabis et al re lien review (.1); call with AlixPartners re lien review (.2).	Loonam, E.A.	3.9
07/07/2020	Exchange correspondence with AlixPartners re lien review (.2); review collateral summary (.2); call with AlixPartners team re lien perfection (.2); review real estate due diligence information (.2).	Merola, F.A.	0.8
07/07/2020	Emails w/ AlixPartners re: lien review process and scheduling call to discuss same (.2); call w/ AlixPartners and SSL re: lien review process (.4); emails w/ E. Loonam and M. Grabis re: lien review process (.2).	Pierce, J.M.	0.8
07/08/2020	Exchange correspondence re well perfection issues.	Merola, F.A.	0.1
07/08/2020	Emails w/ AlixPartners and Moelis re: VDR access for AlixPartners for lien review.	Pierce, J.M.	0.4
07/14/2020	Follow up on various lien review workstreams (1.3); call w/ Cole Shotz and Alix Partners on lien review status and mortgage analysis (.4).	Cota, A.	1.7
07/14/2020	Call with UCC professionals re lien investigation.	Gilad, E.E.	0.4
07/14/2020	Review lien searches (1.0); correspondence with E. Loonam regarding lien review/accounts (.3); revise summary regarding same (2.1); attend call regarding lien review (.4).	Grabis, M.C.	3.8
07/14/2020	Correspondence with M. Grabis re lien review status (.3); review collateral review chart (.1); call with professionals re lien review (.4).	Loonam, E.A.	0.8
07/14/2020	Call with Cole Schotz re lien on wells.	Merola, F.A.	0.4

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07/14/2020	Emails w/ AlixPartners and Cole Schotz re: scheduling lien review call (.2); call re: same (.4).	Pierce, J.M.	0.6
07/14/2020	Review and summarize lien search results.	Yip-Daniels, M.K	2.6
07/15/2020	Review and summarize lien search results.	Yip-Daniels, M.K	4.8
07/20/2020	Review lien search results (1.3); correspondence regarding same with M. Yip (.2).	Grabis, M.C.	1.5
07/20/2020	Confirm proper perfection of each credit party.	Yip-Daniels, M.K	1.8
07/21/2020	Review lien searches (1.3); correspondence with E. Loonam and M. Yip re same (.2).	Grabis, M.C.	1.5
07/21/2020	Emails re lien review with M. Yip and M. Grabis.	Loonam, E.A.	0.6
07/21/2020	Research on certain UCC filing (1.1); update collateral summary (.1).	Yip-Daniels, M.K	1.4
07/22/2020	Analysis of oil and gas mortgage.	Gilad, E.E.	0.5
07/22/2020	Review mortgage lien analysis.	Merola, F.A.	0.2
07/22/2020	Review lien analysis.	Miller, A.P.	0.4
07/22/2020	Update collateral summary.	Yip-Daniels, M.K	0.5

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	1.7	\$ 1,150	\$ 1,955.00
Gilad, Erez E.	0.9	1,475	1,327.50
Grabis, Maria C.	13.9	940	13,066.00
Loonam, Elizabeth A.	7.9	975	7,702.50
Magzamen, Michael	0.2	450	90.00
Merola, Frank A.	1.9	1,475	2,802.50
Miller, Allison P.	0.4	1,350	540.00
Pierce, Jason M.	2.6	995	2,587.00
Yip-Daniels, May K	11.1	430	4,773.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 34,843.50
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TOTAL FOR THIS MATTER	\$ 34,843.50
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RE	Leases and Contracts 007131 0013		
DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Analyze GGA issues.	Merola, F.A.	0.4
07/07/2020	Obtain and circulate objection to lease rejection motion/procedures (.1); confer w/ T. Sadler re same (.1).	Magzamen, M.S.	0.2
07/07/2020	Review joinder of RMM re objection to contract rejection procedures motion.	Merola, F.A.	0.1
07/08/2020	Review leases and contract motions (.1); draft schedule of UCC members subject to motions re same (.7); correspondence w/ T. Sadler re: same (.2).	Magzamen, M.S.	1.0
07/08/2020	Exchange correspondence with internal team re rejection of GGA.	Merola, F.A.	0.2
07/09/2020	Correspondence w/ E. Gilad, et al. re: lease rejection procedures and contracts/leases subject to pending motions.	Magzamen, M.S.	0.4
07/12/2020	Review AlixPartners analysis re rejected contracts.	Merola, F.A.	0.2
07/13/2020	Review lease rejection procedures.	Merola, F.A.	0.2
SUMMARY OF HOURS		HOURS	TOTAL
Magzamen, Michael		1.6	\$ 450
Merola, Frank A.		1.1	1,475
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 2,342.50
TOTAL FOR THIS MATTER			\$ 2,342.50

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RE	Cash Collateral/DIP/Financing 007131 0014
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DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Coordinate review of DIP (.2); review collateral package (.9); review DIP Order (.3); review form DIP credit agreement (.5).	Cota, A.	1.9
07/02/2020	Review DIP credit agreement (.9); draft DIP summary (1.1).	Loonam, E.A.	2.0
07/02/2020	Review surety objection re DIP.	Merola, F.A.	0.2
07/03/2020	Review DIP credit agreement (1.1); review DIP order (.2); correspondence on same (.3).	Cota, A.	1.6
07/03/2020	Draft DIP summary.	Loonam, E.A.	1.9
07/06/2020	Review cartel objection re DIP.	Merola, F.A.	0.1
07/06/2020	Emails w/ Kirkland re: unredacted DIP fee and commitment letters.	Pierce, J.M.	0.1
07/06/2020	Review Greenhill DIP comps (.2); review DIP order (.9)	Pierce, J.M.	1.1
07/07/2020	Review of DIP credit agreement (.9) and correspondence w/ E. Loonam on issues related thereto (.4); review fee letters (.3); formulate arguments for issues (.3); communications regarding same with internal team (.4).	Cota, A.	2.3
07/07/2020	Review fee letters (.2); review DIP comps (.2); review comments with re DIP order (.2).	Merola, F.A.	0.6
07/07/2020	Emails w/ Greenhill and AlixPartners teams re: DIP fee and commitment letters (.1);	Pierce, J.M.	1.5
07/08/2020	Various correspondence regarding DIP comments/objections.	Cota, A.	0.9

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07/08/2020	Discussions w/ UCC professionals re DIP and lien review process (1.3); review DIP order and DIP issues list (1.6); analysis re same (1.2).	Gilad, E.E.	4.1
07/08/2020	Review DIP and related first day issues (.8); correspondence with internal team re same (.2).	Hansen, K.M.	1.0
07/08/2020	Review and revise DIP issue list.	Merola, F.A.	0.3
07/08/2020	Review and revise DIP issues list.	Pierce, J.M.	0.8
07/09/2020	Review DIP order (.8); analysis re same (.9), revise DIP order list (.5); prepare DIP credit agreement issues list (.6); coordination with UCC professionals re DIP (.2).	Gilad, E.E.	3.0
07/09/2020	Review DIP related issues (.4); correspondence w/ internal team re same (.1).	Hansen, K.M.	0.5
07/09/2020	Exchange correspondence with Greenhill re DIP fees (.2); review DIP credit agreement issue list (.2); review documents re name change of guarantor (.2); exchange correspondence with UCC professionals re DIP milestones (.2); review cash balances (.2).	Merola, F.A.	1.0
07/09/2020	Emails w/ Greenhill and AlixPartners re: DIP issues.	Pierce, J.M.	0.4
07/09/2020	Call with AlixPartners re DIP issues.	Sadler, T.M.	0.1
07/10/2020	Review revised DIP order (.7); negotiation call regarding same (.8); review DIP credit agreement summary (.3).	Cota, A.	1.8
07/10/2020	Call with UCC professionals re DIP (.5), call w/ Debtors re DIP order (1.1), call w/ DIP lenders re DIP (.7); call with T. Sadler re DIP objection (.1); prepare DIP objection (.5); prepare updated DIP issues list (.8).	Gilad, E.E.	3.7
07/10/2020	Correspond with T. Sadler re DIP precedent (.1); research and obtain same (.3).	Laskowski, M.D.	0.4

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07/10/2020	Research re: precedent DIP objections (.6); draft template for DIP objection (1.1).	Magzamen, M.S.	1.7
07/10/2020	Review Bracewell invoice (.1); review correspondence re DIP (.2); review Bracewell DIP order mark-up (.3); call re DIP loans with Kirkland and Bracewell (.7); revise DIP issue list (.4); call with Kirkland re DIP (.2); review Bracewell proposal (.3).	Merola, F.A.	2.2
07/10/2020	Call w/ Kirkland and Bracewell re: DIP issues/comments (1.1).	Pierce, J.M.	3.0
07/10/2020	Call with E. Gilad re DIP objection.	Sadler, T.M.	0.1
07/11/2020	Analyze DIP (1.5); correspondence with internal team re DIP (.3); draft limited objection re same (1.6).	Gilad, E.E.	3.4
07/11/2020	Review correspondence with DIP lender (.2); correspondence with UCC professionals re milestones (.2); analyze summary re DIP order (.4); exchange correspondence with J. Pierce and E. Gilad re changes to DIP agreement and order (.3).	Merola, F.A.	1.1
07/11/2020	Review DIP order, credit agreement and annotate issues list (2.3); review and comment on DIP order (1.5); emails w/ F. Merola and E. Gilad re: same (.2).	Pierce, J.M.	4.0
07/12/2020	Prepare DIP limited objection (2.7); discussions w/ K. Hansen et al re same (.4); call w/ DIP counsel re DIP order (.7); call w/ K&E re DIP order (1.1), update UCC professionals re same (.3); comment on DIP order and DIP credit agreement (.9); prepare and forward advance draft of DIP objection to K&E (.2); correspondence with Kirkland re DIP negotiations (1.8).	Gilad, E.E.	8.1
07/12/2020	Discuss and review comments to DIP order with E. Gilad et al.	Hansen, K.M.	0.4
07/12/2020	Exchange correspondence with Kirkland and	Merola, F.A.	2.8

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	Bracewell re DIP comments amended extension (.5); review draft DIP objection (.3); review correspondence to ad hoc group re milestones (.2); correspondence with AlixPartners re DIP draw (.1); call with Kirkland and Bracewell re DIP issues (.7); review revised milestones (.2); review redline DIP order (.2); review redline DIP order (.3); call with DIP lender re status and extension (.3).		
07/12/2020	Prepare for call with Kirkland re: DIP issues (.4); call w/ Kirkland and Bracewell re: DIP issues (.7); review and comment on DIP order (.8); review and comment on DIP objection (.8); numerous emails w/ SSL team re: DIP objection and DIP issues (.5).	Pierce, J.M.	3.2
07/12/2020	Call with Kirkland and Bracewell re DIP Order (.7); correspondence re same (.8).	Sadler, T.M.	1.5
07/12/2020	Revise DIP order (2.1); revise DIP objection (1.6); correspondence with internal team re same (.6).	Sadler, T.M.	4.3
07/13/2020	Correspondence with Kirkland re DIP negotiations.	Gilad, E.E.	0.6
07/13/2020	Review Liberty joinder re DIP Objection (.2); review correspondence re DIP hearing adjournment (.2).	Merola, F.A.	0.4
07/14/2020	Call w/ Kirkland re DIP (1.7); call w/ Paul Weiss re DIP (1.6).	Gilad, E.E.	3.3
07/14/2020	Review All American Services objection re DIP (.1); review correspondence re fee budget (.2); correspondence with DIP lender re objection (.1).	Merola, F.A.	0.4
07/14/2020	Call w/ Paul Weiss re: milestones and DIP.	Pierce, J.M.	0.6
07/15/2020	DIP order negotiation call w/ Bracewell and Kirkland (.7); correspondence regarding open issues (.2).	Cota, A.	0.9

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07/15/2020	Review updated draft of DIP order (.7); provide comments re same (.5).	Gilad, E.E.	1.2
07/15/2020	Call with Kirkland and Bracewell re DIP milestones (.9); confer with J. Pierce re milestones (.2).	Merola, F.A.	1.1
07/15/2020	Review Kirkland comments to final DIP order (.5); emails w/ F. Merola re: DIP milestones (.2); call w/ Kirkland and Bracewell re: open DIP issues (.9); review Kirkland mark-up of combination transaction procedures (.2); internal emails re: same (.5); emails w/ Kirkland re: DIP milestones, extension to objection deadlines (.1).	Pierce, J.M.	2.4
07/15/2020	Call with Kirkland and Bracewell re DIP milestones.	Sadler, T.M.	0.8
07/16/2020	Correspondence with internal team regarding DIP milestones and other comments.	Cota, A.	0.6
07/16/2020	Negotiate with Kirkland re DIP order modifications.	Gilad, E.E.	2.0
07/16/2020	Review revised DIP order redline and related correspondence (.3); review government MMA report (.1); review final DIP order and lender sign-off (.2).	Merola, F.A.	0.6
07/17/2020	Review DIP motion reservation of rights.	Diaz, C.M.	0.2
07/17/2020	Revise limited DIP objection (1.4); draft email memo re same (.6); review final DIP order modifications (.5).	Gilad, E.E.	2.5
07/17/2020	Correspondence with internal team re DIP issues and solution (.8); review revised DIP order (.2).	Hansen, K.M.	1.0
07/17/2020	Exchange correspondence with Bracewell re DIP order.	Merola, F.A.	0.1
07/17/2020	Review and comment on statement re: DIP motion (.2); emails w/ E. Gilad and Cole Schotz	Pierce, J.M.	0.8

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re: same (.2); review correspondence w/ UCC
 re: same (.1); review proposed final DIP order
 (3).

07/20/2020	Calls w/ Debtors counsel re DIP hearing and cert counsel (.5); discussions w/ UCC professionals re DIP (.7).	Gilad, E.E.	1.2
07/22/2020	Review WellsFargo invoice.	Merola, F.A.	0.1
07/23/2020	Review variance report.	Merola, F.A.	0.2
07/24/2020	Review 8-K re DIP Amendment.	Merola, F.A.	0.2
07/30/2020	Review variance report.	Merola, F.A.	0.2
07/31/2020	Correspondence with T. Sadler re DIP milestones (.2); update DIP milestones chart (.2).	Diaz, C.M.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cota, Alexandro	10.0	\$ 1,150	\$ 11,500.00
Diaz, Caroline M.	0.6	550	330.00
Gilad, Erez E.	33.1	1,475	48,822.50
Hansen, Kristopher M.	2.9	1,650	4,785.00
Laskowski, Mathew D.	0.4	450	180.00
Loonam, Elizabeth A.	3.9	975	3,802.50
Magzamen, Michael	1.7	450	765.00
Merola, Frank A.	11.6	1,475	17,110.00
Pierce, Jason M.	17.9	995	17,810.50
Sadler, Tess M.	6.8	595	4,046.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 109,151.50
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TOTAL FOR THIS MATTER	\$ 109,151.50
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RE	Litigation & Adversary Proceedings 007131 0015
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DATE	DESCRIPTION	NAME	HOURS
07/15/2020	Review first day declaration (1.2); review public record re special committee investigation (.8).	Pasquale, K.	2.0
07/15/2020	Call w/ Whiteford Taylor Preston re: special committee representation/investigation.	Pierce, J.M.	0.4
07/16/2020	Review public filings re share repurchase (.7); emails re ARB issue (.2).	Pasquale, K.	0.9
07/17/2020	Analyze share repurchase issues.	Pasquale, K.	1.1
07/17/2020	Review correspondence from D. Steiber re: investigation research.	Pierce, J.M.	0.1
07/20/2020	Analyze case law re litigation issues.	Pasquale, K.	1.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	5.3	\$ 1,475	\$ 7,817.50
Pierce, Jason M.	0.5	995	497.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 8,315.00
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TOTAL FOR THIS MATTER	\$ 8,315.00
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RE	Business Operations 007131 0016
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DATE	DESCRIPTION	NAME	HOURS
07/06/2020	Review data room materials; correspondence to SSL team re same.	Sadler, T.M.	3.3
07/16/2020	Review correspondence re business plan.	Merola, F.A.	0.2
07/17/2020	Discussions with internal team re business plan.	Gilad, E.E.	0.3
07/17/2020	Review business plan.	Merola, F.A.	0.4
07/17/2020	Review business plan.	Miller, A.P.	0.5
07/22/2020	Exchange correspondence with AlixPartners re business plan meeting.	Merola, F.A.	0.1
07/24/2020	Correspondence with AlixPartners re management meeting.	Merola, F.A.	0.2
07/26/2020	Emails w/ Greenhill and AlixPartners re: scheduling management presentation meeting.	Pierce, J.M.	0.2
07/27/2020	Review questions for management meeting.	Merola, F.A.	0.2
07/27/2020	Review business plan model.	Merola, F.A.	0.4
07/29/2020	Prepare for call with management team presentation.	Diaz, C.M.	0.8
07/29/2020	Review correspondence re management presentation questions.	Merola, F.A.	0.2
07/30/2020	Call with company management re business plan presentation.	Diaz, C.M.	1.5
07/30/2020	Correspondence w/ UCC members re management meeting (.5), prepare for management meeting (.2); participate in	Gilad, E.E.	2.2

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	management meeting (1.5).		
07/30/2020	Correspondence with internal team re management presentation,	Hansen, K.M.	0.4
07/30/2020	Review correspondence re management presentation questions (.2); review management deck (.3); participate in management presentation (1.5).	Merola, F.A.	2.0
07/30/2020	Emails w/ E. Bell (AlixPartners) re: circulation of business plan presentation to Committee (.1); monitor 7/30 business plan call w/ management (1.6).	Pierce, J.M.	1.6
07/30/2020	Call with company management re business plan presentation.	Sadler, T.M.	1.5
07/30/2020	Prepare for call with company management re business plan presentation (.3) call with company management re same (1.5).	Steiber, D.J.	1.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	2.3	\$ 550	\$ 1,265.00
Gilad, Erez E.	2.5	1,475	3,687.50
Hansen, Kristopher M.	0.4	1,650	660.00
Merola, Frank A.	3.7	1,475	5,457.50
Miller, Allison P.	0.5	1,350	675.00
Pierce, Jason M.	1.8	995	1,791.00
Sadler, Tess M.	4.8	595	2,856.00
Steiber, David J.	1.8	550	990.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 17,382.00
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TOTAL FOR THIS MATTER	\$ 17,382.00
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RE	Employee Benefits / Pensions 007131 0017
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DATE	DESCRIPTION	NAME	HOURS
07/10/2020	Review correspondence re KEIP/KERP.	Merola, F.A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.2	\$ 1,475	\$ 295.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 295.00
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TOTAL FOR THIS MATTER	\$ 295.00
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RE	Tax Issues 007131 0018
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DATE	DESCRIPTION	NAME	HOURS
07/02/2020	Review transaction background (.4); review 382 rules (.6).	Senie, B.J.	1.0
07/06/2020	Review NOL motion (1.0); communications with D. Martinez re: same (.3).	Senie, B.J.	1.3
07/07/2020	Review NOL motion (1.3); communications with B. Senie et al re same (.2).	Jewett, M.M.	1.5
07/07/2020	Review NOL motion; analysis re: same (2.1); communications with M. Jewett and J. Uffner re same (.4).	Senie, B.J.	2.5
07/07/2020	Discussion with B. Senie and M. Jewett re NOL order (.2); review of same (.2).	Uffner, J.D.	0.4
07/09/2020	Exchange correspondence with AlixPartners re tax motion.	Merola, F.A.	0.2
07/13/2020	Analysis of WSD aspect of trading order.	Jewett, M.M.	0.5
07/13/2020	Exchange correspondence re objection to transfers.	Merola, F.A.	0.2
07/13/2020	Analyze record date motion revisions (.5); communications w/ working group re: same (.2)	Senie, B.J.	0.7

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Jewett, Michelle M.	2.0	\$ 1,395	\$ 2,790.00
Merola, Frank A.	0.4	1,475	590.00
Senie, Brian J.	5.5	895	4,922.50
Uffner, Jeffrey D.	0.4	1,525	610.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 8,912.50
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TOTAL FOR THIS MATTER	\$ 8,912.50
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RE	Schedules/SoFAs/UST Reports 007131 0021
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DATE	DESCRIPTION	NAME	HOURS
07/23/2020	Review 341a report.	Merola, F.A.	0.1
07/25/2020	Review monthly operating report.	Merola, F.A.	0.2
07/26/2020	Email w/ AlixPartners re: monthly operating report.	Pierce, J.M.	0.1
07/31/2020	Correspondence with A&M re SOAL and SOFA.	Merola, F.A.	0.2
07/31/2020	Email w/ UCC professionals re: review and summary of SoALs and SoFAs.	Pierce, J.M.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Merola, Frank A.	0.5	\$ 1,475	\$ 737.50
Pierce, Jason M.	0.3	995	298.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,036.00
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TOTAL FOR THIS MATTER	\$ 1,036.00
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RE	Claims Administration & Objections 007131 0022
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DATE	DESCRIPTION	NAME	HOURS
07/15/2020	Analyze claims related issues.	Hansen, K.M.	1.2
07/16/2020	Review bar date order.	Merola, F.A.	0.2
07/22/2020	Review CTAP notice of lien.	Merola, F.A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Hansen, Kristopher M.	1.2	\$ 1,650	\$ 1,980.00
Merola, Frank A.	0.3	1,475	442.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,422.50
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TOTAL FOR THIS MATTER	\$ 2,422.50
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RE	Plan & Disclosure Statement 007131 0023
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DATE	DESCRIPTION	NAME	HOURS
07/24/2020	Call with J. Pierce, et al re plan and disclosure statement.	Diaz, C.M.	0.5
07/24/2020	Internal call re plan (.5); review of plan and DS (.4); call w/ Kirkland re same (.6).	Gilad, E.E.	1.5
07/24/2020	Discussions with internal team re plan sale process.	Hansen, K.M.	0.4
07/24/2020	Review emails re: plan and disclosure statement (.2); arrange for binder of same for F. Merola (.5).	Magzamen, M.S.	0.7
07/24/2020	Confer re plan and disclosure statement revision (.3); correspondence with AlixPartners and Greenhill re plan and disclosure statement review (.2).	Merola, F.A.	0.5
07/24/2020	Review draft plan of reorganization.	Miller, A.P.	0.7
07/24/2020	Emails w/ UCC professionals re: draft plan and disclosure statement (.1); internal call w/ SSL team re: review of same (.5);	Pierce, J.M.	0.6
07/25/2020	Call with J. Pierce re plan and disclosure statement.	Diaz, C.M.	0.3
07/25/2020	Call w/ C. Diaz re: review of plan and disclosure statement.	Pierce, J.M.	0.3
07/26/2020	Review plan (2.1); draft issues list on plan (3.8); review disclosure statement (1.2); draft issues list on same (2.0).	Diaz, C.M.	9.1
07/27/2020	Revise issue list re plan and disclosure Statement (3.2); compare restructuring term	Diaz, C.M.	6.4

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sheet with plan treatment (3.4).

07/27/2020	Review revised plan and disclosure statement.	Merola, F.A.	1.3
07/27/2020	Review draft plan (2.4); emails w/ T. Sadler and C. Diaz re: plan and disclosure statement issues lists (.5); review draft disclosure statement (2.2); review and revise plan and disclosure statement issues lists prepared by T. Sadler and C. Diaz (1.1).	Pierce, J.M.	6.2
07/27/2020	Review plan and disclosure statement (2.5); draft issues list re same (1.5); internal correspondence re same (.5).	Sadler, T.M.	4.5
07/28/2020	Continue to revise plan/disclosure statement issues list (1.8); correspondence with E. Gilad et al re same (.2); revise plan summary re UCC presentation (2.4); call with J. Pierce re same (.4).	Diaz, C.M.	4.8
07/28/2020	Correspondence with J. Pierce et al re plan and disclosure statement (.7); review plan and disclosure statement (1.5); review and comment on plan and disclosure statement issues list (1.0); correspondence w/ J. Pierce re same (.3).	Gilad, E.E.	3.5
07/28/2020	Review plan issue list.	Merola, F.A.	0.3
07/28/2020	Review and comment on C. Diaz summary of plan (.5); call w/ C. Diaz re: same (.4); emails w/ E. Gilad re: plan/disclosure statement issues list and plan summary (.4); review plan/disclosure statement issues list (.9); revise re same (1.9); review correspondence b/w C. Diaz and Kirkland re: plan/disclosure statement comments (.1); emails w/ E. Gilad and C. Diaz re: same (.2); review E. Gilad's comments to plan issues list (.1); call w/ UCC professionals re: plan issues (.8); call w/ K&E re: Plan/DS issues (.5); email w/ E. Gilad re: debrief of K&E call (.2).	Pierce, J.M.	6.0
07/29/2020	Correspondence with internal team re plan/sale timeline.	Hansen, K.M.	0.7

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07/29/2020	Review plan issues list.	Merola, F.A.	0.2
07/29/2020	Emails w/ Kirkland re: plan/disclosure statement issues list.	Pierce, J.M.	0.2
07/31/2020	Review redlined filed plan and disclosure statement (.3); review notice of disclosure statement hearing (.1).	Merola, F.A.	0.4
07/31/2020	Emails w/ T. Sadler and C. Diaz re: requesting filed versions of plan/disclosure statement from Kirkland and comparing to prior versions.	Pierce, J.M.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Diaz, Caroline M.	21.1	\$ 550	\$ 11,605.00
Gilad, Erez E.	5.0	1,475	7,375.00
Hansen, Kristopher M.	1.1	1,650	1,815.00
Magzamen, Michael	0.7	450	315.00
Merola, Frank A.	2.7	1,475	3,982.50
Miller, Allison P.	0.7	1,350	945.00
Pierce, Jason M.	13.5	995	13,432.50
Sadler, Tess M.	4.5	595	2,677.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 42,147.50	

TOTAL FOR THIS MATTER	\$ 42,147.50
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

Exhibit B

EXHIBIT B

**EXTRACTION OIL & GAS, INC., *ET AL.*
EXPENSE SUMMARY
JULY 1, 2020 THROUGH JULY 31, 2020**

Expense Category	Amount
Outside Messenger Service	\$ 58.75
Long Distance Telephone	1.84
Total	\$ 60.59

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DISBURSEMENT REGISTER

INVOICE NO.	773059	
CLIENT	Official Committee of Unsecured Creditors of XOG Extraction Oil and Gas, Inc.	
	FOR DISBURSEMENT SERVICES RENDERED in the captioned matter for the period through July 31, 2020, including:	
DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
07/24/2020	Vendor: Federal Express Corporation Invoice #: 708221840 08.03.20 Tracking #: 395138558380 Shipment Date: 07/24/2020 Sender: Michael Magzamen Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Frank Merola, at California, 90275	58.75
Outside Messenger Service Total		58.75
Long Distance Telephone		
07/23/2020	SoundPath Conferencing Services by Jason Pierce to 6462502638 for 17 Minutes; Invoice # 2128065400-072620	0.92
07/23/2020	SoundPath Conferencing Services by Jason Pierce to 6466780860 for 17 Minutes; Invoice # 2128065400-072620	0.92
Long Distance Telephone Total		1.84
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 58.75
Long Distance Telephone		1.84
TOTAL DISBURSEMENTS/CHARGES		\$ 60.59

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXTRACTION OIL & GAS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 20-11548 (CSS)

(Jointly Administered)

Obj. Deadline: September 23, 2020 at 4:00 p.m.

Hearing Date: *Only if objections are filed*

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that, on September 2, 2020, the Official Committee of Unsecured Creditors (the “Committee”) filed the **First Monthly Fee Application of Stroock & Stroock & Lavan LLP, Lead Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses for the Period from July 1, 2020 through July 31, 2020** (the “Application”), which seeks approval of a monthly fee application for professional services rendered to the Committee in the amount of \$601,992.40 (80% of \$752,490.50), together with reimbursement of expenses in the amount of \$60.59.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application are required to be filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, and served on the following, so as to be **received no later than 4:00 p.m. on September 23, 2020**: (i) Debtors, Extraction Oil & Gas, Inc., 370 17th Street, Suite 5300, Denver, Colorado 80202, Attn: Eric Christ; (ii) counsel to Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Christopher Marcus, P.C., Allyson Smith Weinhouse, and Ciara Foster and Whiteford, Taylor & Preston LLC, The Renaissance Centre, 405 North King Street, Suite 500, Wilmington, Delaware 19801, Attn: Marc R. Abrams, Richard W. Riley, and Stephen B. Gerald; (iii) counsel to the debtor-in-possession financing lenders, Bracewell LLP, 711 Louisiana Street, Suite 2300, Houston, Texas 77002, Attn: Dewey J. Gonsoulin Jr., William A. (Trey) Wood III, and Heather Brown; (iv) counsel to the ad hoc group of lenders under the Debtors’ prepetition senior notes, Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, Attn: Andrew Rosenberg, Alice Belisle Eaton, Christopher Hopkins, Douglas Keeton, and Omid Rahnama; (v) United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Richard L. Schepacarter; and (vii) counsel to Official Committee of Unsecured Creditors, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038, Attn: Kristopher M. Hansen, Frank A. Merola, Erez E. Gilad, and Jason M. Pierce and Cole Schotz P.C., 500 Delaware Avenue, Suite

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors’ principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

1410, Wilmington, Delaware 19801, Attn: G. David Dean and Andrew J. Roth-Moore (collectively, the “Application Recipients”).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief [Docket No. 270], if no objections are filed and served in accordance with the above procedures, the Debtors will be authorized to pay 80% of the requested fees and 100% of the requested expenses, without further order of the Court.

A HEARING ON THE APPLICATION WILL BE HELD, ONLY IF AN OBJECTION IS TIMELY FILED, OR THE COURT DIRECTS OTHERWISE, AT A DATE AND TIME TO BE SCHEDULED BEFORE THE HONORABLE CHRISTOPHER S. SONTCHI, CHIEF U.S. BANKRUPTCY JUDGE, U.S. BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5TH FLOOR, COURTROOM NO. 6, WILMINGTON, DELAWARE 19801.

Dated: September 2, 2020
Wilmington, Delaware

COLE SCHOTZ P.C.

/s/ Andrew J. Roth-Moore

G. David Dean (No. 6403)
Andrew J. Roth-Moore (No. 5988)
500 Delaware Avenue, Suite 1410
Wilmington, DE 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
ddean@coleschotz.com
aroth-moore@coleschotz.com

- and -

STROOCK & STROOCK & LAVAN LLP

Kristopher M. Hansen (admitted *Pro Hac Vice*)
Frank A. Merola (admitted *Pro Hac Vice*)
Erez E. Gilad (admitted *Pro Hac Vice*)
Jason M. Pierce (admitted *Pro Hac Vice*)
180 Maiden Lane
New York, NY 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006
khansen@stroock.com
fmerola@stroock.com
egilad@stroock.com
jpierce@stroock.com

*Counsel to the Official Committee of
Unsecured Creditors*